

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0111 FAX

800-342-8086



77600014326

ACCOUNT NO. : 072100000032

REFERENCE : 844866 816030

AUTHORIZATION :

COST LIMIT : \$ 70,000

Patricia Pyske

ORDER DATE : February 13, 1996

ORDER TIME : 10:45 AM

ORDER NO. : 844866

700001714047

CUSTOMER NO: 816030

CUSTOMER: Doris J. Harlachar, Legal Asst
DUNCAN & TARDIF

**EFFECTIVE DATE
FEB 12 1996**

1601 Jackson Street, Suite 101

Fort Myers, FL 33901

DOMESTIC FILING

NAME: BAY BEACH ONE, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

~~96 2294~~

RECEIVED
96 FEB 13 PM 1:45
DIVISION OF CORPORATION

FILED
96 FEB 15 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 15 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BAY BEACH ONE, INC.
Ref. Number: W96000003394

We have received your document for BAY BEACH ONE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 096A00006499

EFFECTIVE DATE
FEB 12 1996

ARTICLES OF INCORPORATION

OF

BAY BEACH ONE, INC.

FILED
96 FEB 15 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name: The name of the corporation is: BAY BEACH ONE, INC. The address of the initial principal office of the corporation is 1601 Jackson St., Suite 101, Ft. Myers, Florida, 33901.

ARTICLE II

Duration: The duration of the corporation is perpetual.

ARTICLE III

Purpose: The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Capital Stock: The aggregate number of shares which the corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial Registered Office of the corporation is 1601 Jackson Street, Ft. Myers, Florida, 33901, and the name of its initial Registered Agent at that address is GORDON R. DUNCAN.

ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is ONE. The number of Directors may be increased or decreased from time to time in accordance with the By Laws but shall never be less than one. The names and addresses of the initial Directors of the corporation are as follows:

JOHN E. WILKINSON, JR. 8701 Estero Blvd.
Ft. Myers Beach, FL 33931

ARTICLE VII

Incorporators: The name and address of each Incorporator is as follows:

FRANCIS J. HEATON 1259 Cleburne Drive
Ft. Myers, FL 33901

ARTICLE VIII

Commencement of Corporate Existence: In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Article of Incorporation.

ARTICLE IX

Preemptive Rights: Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it

is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

ARTICLE X

Amendment: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, has signed these
Articles of Incorporation on this 12th day of February,
1996.

Francis J. Heaton
FRANCIS J. HEATON

STATE OF FLORIDA

COUNTY OF LEE

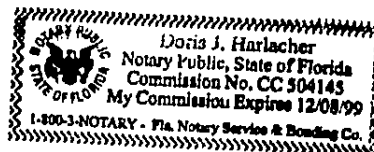
BEFORE ME personally appeared FRANCIS J. HEATON, to me well
known and known to me to be the person described in and who
executed the foregoing Articles of Incorporation and acknowledged
to and before me that he executed the said instrument for the
purposes therein expressed.

WITNESS my hand and official seal this 12th day of
February, 1996.

Doris J. Harlacher
Notary Public

My commission expires:

(NOTARY'S SEAL)



ACCEPTANCE BY REGISTERED AGENT

The undersigned is familiar with the statutory requirements of and hereby accepts appointment as the Registered Agent of **BAY BEACH ONE, INC.**, as contained in the foregoing Articles of Incorporation.



GORDON R. DUNCAN

FILED
96 FEB 15 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA