

P96000051005

Charles E. Geary, P.A.

Attorney At Law  
310 West First Street • Stuart, Florida 34904



407-288-4357 (Phone)

407-223-1430 (Fax)

June 13, 1996

Attorneys' Title Insurance Fund, Inc.  
Leon Branch  
660 East Jefferson Street, Suite 200  
Tallahassee, FL 32301

Return to  
P.O. Box 15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JUN 14 PM 1:32

FILED

300001862213  
-06/14/96--01040--032  
\*\*\*\*122.50 \*\*\*\*122.50

RE: JOSEPH P. VENTO, INC.

Dear Sir/Madam:

Enclosed you will find the Articles of Incorporation and Acceptance of Registered Agent for the above referenced Corporation and a check in the amount of \$122.50 for filing with the Secretary of State for incorporation purposes. Also enclosed is a check in the amount of \$10.00 payable to Attorneys' Title Insurance Fund. It is my understanding that you will file these corporate documents on the same day as received if received prior to 2:00 p.m. on that day. Please file them and return them to me in the enclosed prepaid UPS package. Please call me if there is any problem or delay in this matter. Thanks for your anticipated courtesy and cooperation.

Sincerely,

Charles E. Geary, P.A.

  
Charles E. Geary, Esquire  
CEG/rg  
Enclosure

DIVISION OF CORPORATION

96 JUN 14 AM 8:38

RECEIVED

6/14/96

**ARTICLES OF INCORPORATION  
OF  
JOSEPH P. VENTO, INC.  
\*\*\*\*\***

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96 JUN 14 PM 1:32

TALLAHASSEE  
FLORIDA

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this corporation shall be: JOSEPH P. VENTO, INC.

**ARTICLE II. INITIAL REGISTERED OFFICE AND MAILING ADDRESS**

The street address of the initial registered office of this corporation is 8416 Heritage Club Dr., West Palm Beach, FL 33412. The mailing address of this corporation is 4521 PGA Blvd., Suite 340, Palm Beach Gardens, FL 33418.

**ARTICLE III. CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

**ARTICLE IV. PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE V. INITIAL REGISTERED AGENT**

The name and address of the initial registered agent is:

Joseph P. Vento  
8416 Heritage Club Dr.  
West Palm Beach, FL 33412

#### **ARTICLE VI. INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Joseph P. Vento  
8416 Heritage Club Dr.  
West Palm Beach, FL 33412

#### **ARTICLE VII. INITIAL DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Joseph P. Vento  
8416 Heritage Club Dr.  
West Palm Beach, FL 33412

#### **ARTICLE VIII. PURPOSES**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE IX. CORPORATE DURATION**

The duration of the corporation is perpetual.

#### **ARTICLE X. MEETINGS BY CONFERENCE TELEPHONE**

Members of the board of directors may participate in special, regular and annual meetings of the board of directors by means of conference telephone or similar communication equipment as provided by law.

**ARTICLE XI. INDEMNIFICATION**

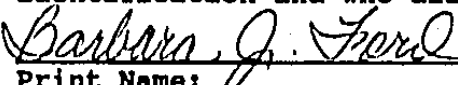
This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

IN WITNESS WHEREOF the undersigned subscriber has executed the Articles of Incorporation on this 13<sup>th</sup> day of June, 1996.

  
\_\_\_\_\_  
Joseph P. Vento

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of June, 1996 by Joseph P. Vento, who is personally known to me or who has produced FL # V530-495-51-423--0 as identification and who did not take an oath.

  
\_\_\_\_\_  
Print Name:  
Notary Public



BARBARA J FORD  
My Commission CC463487  
Expires May. 14, 1999  
Bonded by HAI  
800-422-1855

ACCEPTANCE OF REGISTERED AGENT

That JOSEPH P. VENTO, INC. desires to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 8416 Hortigago Club Dr., West Palm Beach, FL 33412, has named Joseph P. Vento as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

By: Joseph P. Vento  
Joseph P. Vento

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of June, 1996 by Joseph P. Vento, who is personally known to me or who has produced FL # 1530-495-51-423-0 as identification and who did not take an oath.

Barbara J. Ford  
Print Name:  
Notary Public



BARBARA J FORD  
My Commission CC483487  
Expires May. 14, 1999  
Bonded by HAI  
800-422-1555

FILED  
96 JUN 14 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P9600005/005

Charles E. Geary, P.A.  
Attorney At Law  
215 South Federal Highway, Suite 100  
Stuart, Florida 34904



**Charles E. Geary**

Licensed in: Florida  
Washington D.C.

**Stephen C. Frasier**  
of Counsel

Licensed in: Florida  
Colorado

November 13, 1996

400002007474--2  
-11/19/96--01025--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Florida Department of State  
Division of Corporations  
Attn: Amendments Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: JOSEPH P. VENTO, INC.

Dear Sir/Madam:

Enclosed you will find one (1) original and one (1) copy of the Articles of Amendment, along with my check in the amount of \$5.00 to cover your fee. Please file these documents and return the copy to me in the enclosed self addressed, stamped envelope.

FILED  
96 NOV 18 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sincerely,

Charles E. Geary, P.A.

*Rebecca D. Geary*

Rebecca D. Geary,  
Secretary to Charles E. Geary  
CEG/rg  
enc.

Corpl/Sta.ltr

NC  
OFF  
11-21

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of JOSEPH P. VENTO, INC., a Florida corporation, filed in Tallahassee on June 14, 1996, be and they hereby are amended in the following particulars:

Article 1, be and it hereby is amended to read as follows:

"The name of this corporation shall be: VENTO ASSOCIATES, INC."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 11th day of November, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 11 day of November, 1996.

JOSEPH P. VENTO, INC.

By [Signature]

Joseph P. Vento, President

[Signature]

Joseph P. Vento, Secretary

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

56 NOV 18 PM 12:30

FILED

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 11 day of November, 1996 by Joseph P. Vento, who is personally known to me or who has produced \_\_\_\_\_, as identification and who did not take an oath.

[Signature]  
Print Name: Rebecca D. Geary

Notary Public



REBECCA D. GEARY  
MY COMMISSION # 00305187 EXPIRES  
June 20, 1998  
BONDED THIRD TROY FARM INSURANCE, INC.