

LAW OFFICES
DUNCAN & TARDIF, P. A.
FOXWORTHY PROFESSIONAL BUILDING
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GORDON R. DUNCAN
ROBERT E. TARDIF JR.
ANDREW S. EPSTEIN

TELEPHONE (941) 334-4674
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P96000084871
October 10, 1996

Secretary of State
Division of Corporations
The Capital
P.O. Box 6327
Tallahassee, FL 32314

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-10/11/96--01069--004
****122.50 ****122.50

Dear Clerk:

Enclosed please the Articles of Incorporation of BETH-EL INVESTORS, INC., to be filed. Also enclosed is the firm's check in the amount of \$122.50 to cover the filing fee.

Please return the receipt to the undersigned as quickly as possible. I have provided a return envelope for your convenience.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Andrew S. Epstein
Andrew S. Epstein
For the Firm

ASE:bsb
Encl.

cc: client

Bonnie Baldassarre GAVE

AUTHORIZATION BY PHONE TO
CORRECT *Principal Address*
DATE *10/15/96*
DOC. EXAM. *CP*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 11 PM 3:25

CP 10/15/96

EFFECTIVE DATE

10/10/96

ARTICLES OF INCORPORATION

OF

BETH-EL INVESTORS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT 1 PM 3:25

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 BETH-EL INVESTORS, INC.
20788 BANTAMS ROOFT
ESTERO, FLORIDA 33928

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 purposes 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 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$0.10 per share.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial Registered Office of the corporation is 1601 Jackson Street, Suite 101, Fort Myers, Florida 33901, and the name of its initial Registered Agent is Andrew S. Epstein, Esquire.

ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is 2. 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:

Joe F. Barker
P.O. Box 848
Estero, FL 33928

Patricia A. Barker
P.O. Box 848
Estero, FL 33928

ARTICLE VII

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

Joe F. Barker
P.O. Box 848
Estero, FL 33928

ARTICLE VIII

Commencement of Corporate Existence: In accordance with Section 607.0203, 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 or 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 10th day of October, 1996.

Joe F. Barker
JOE F. BARKER

Patricia A. Barker
PATRICIA A. BARKER

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME personally appeared JOE F. BARKER and PATRICIA A. BARKER, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 10th day of October, 1996.

Bonnie S. Baldassarre
Notary Public

My commission expires:



BONNIE S. BALDASSARRE
COMMISSION # CC 528585
EXPIRES JAN 23, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
MY EIGHT CO-OPERATIONS

96 OCT 11 PM 3:25

ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA :
COUNTY OF LEE : :ss

BEFORE ME, the undersigned authority, personally appeared ANDREW S. EPSTEIN, ESQUIRE to me known to be the person described in the foregoing Articles of Incorporation for BETH-EL INVESTORS, INC. as the Registered Agent, and who hereby accepts said designation, and further states that the place of business for which said Registered Agent will accept service of papers on behalf of the corporation is Duncan & Tardif, P.A., 1601 Jackson Street, Suite 101, Fort Myers, FL 33901, and he acknowledges before me that he executed this Acceptance freely and voluntarily and for the use and purposes therein expressed.

By: 
ANDREW S. EPSTEIN, ESQUIRE

SWORN TO AND SUBSCRIBED before me in the County and State last aforesaid this
10th day of October, 1996.


NOTARY PUBLIC
Bonnie S. Baldassarre

My Commission Expires:

