

P96000087006

LEIGH M. FISHER  
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LEIGH M. FISHER

Reply to:  
P.O. Drawer 1485  
Cape Coral, FL 33910

1505 S.E. 40 Street  
Cape Coral, FL 33904  
(4000 Del Prado Building)

October 14, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

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10/22/96--01129--002  
\*\*\*122.50 \*\*\*122.50

RE: CAPTIVA ISLAND INN, INC.  
Our File No. 96F-132

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above referenced corporation, together with my check in the amount of \$122.50 in payment of the following:

96 OCT 22 1 33  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered Agent	\$ 35.00
TOTAL	\$122.50

FILED  
96 OCT 22 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Your prompt attention to this matter is appreciated.

Respectfully,



Leigh M. Fisher

LMF:plp  
Enclosures

NOV 22 1996

CALL when  
Ready  
MARK  
644-2591

ARTICLES OF INCORPORATION  
OF  
*CAPTIVA ISLAND INN, INC*

FILED  
96 OCT 22 PM 1:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the corporation is *CAPTIVA ISLAND INN, INC.*

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The amount of the Capital Stock of this corporation shall be Five hundred (500) SHARES at ONE DOLLAR (\$1.00) par value, which said stock shall be non-assessable to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. All of the Capital Stock shall be common stock.

#### ARTICLE V

The corporation shall commence business upon filing with the office of the Secretary of State.

#### ARTICLE VI

The principal place for the transaction of its business shall be 9470 Balsa Court, Sanibel, Lee County, Florida, 33957. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may by resolution designate.

#### ARTICLE VII

The corporation shall have a board of no less than one (1) director and the board may be increased to not more than four (4) directors. The number of directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws.

#### ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Vice-President, a Secretary, and a Treasurer and such other officers, agents and directors who shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By Laws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

PRESIDENT

CATHERINE DE GENNARO  
9470 Balsa Court  
Sanibel, Florida 33957

VICE PRESIDENT

ROBERT DE GENNARO  
9470 Balsa Court  
Sanibel, Florida 33957

TREASURER

CATHERINE DE GENNARO  
Same as above

SECRETARY

ROBERT DE GENNARO  
Same as above

#### ARTICLE IX

The name and address of the subscribers of these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken is as follows:

ROBERT DE GENNARO  
9470 Balsa Court  
Sanibel, Florida, 33957

200 SHARES

#### ARTICLE X

The Directors and officers shall be elected by a majority of the shareholders at their annual meeting which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

#### ARTICLE XI

The street address of the initial registered office of this corporation is 9470 Balsa Court Sanibel, Florida 33957 and the initial registered agent of this corporation is Catherine DeGennaro.

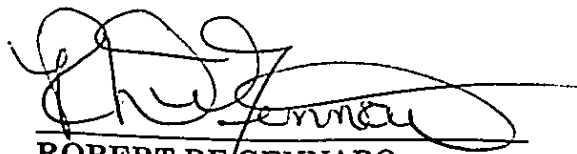
## ARTICLE XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE XIII

The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any By-Law adopted by the directors. The directors may not alter, amend or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.


IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore mentioned, for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts therein are true, and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set my hand and seal at Cape Coral, Florida this 27 day of October, 1996.

  
ROBERT DE GENNARO

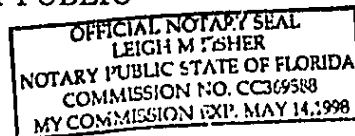
STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF LEE        )

The foregoing instrument was acknowledged before me this 2 /day of  
October, 1996, by **ROBERT DE GENNARO** who is personally known to me or has  
produced Fla. Driver's License as identification and did/did not take an oath.

My Commission Expires:

  
NOTARY PUBLIC

**AGENT'S ACCEPTANCE**



I HEREBY accept appointment as agent of **CAPTIVA ISLAND INN,**  
**INC.**, a Florida Corporation, upon whom process, tax notice or demands may be  
served.

DATED this 21 day of October, 1996.

  
CATHERINE DE GENNARO

FILED  
96 OCT 22 PM 1:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA