

P96000098734

Ronald S. Webster  
Counselor At Law  
Royal Palm Mall  
985 North Collier Boulevard  
Marco Island, Florida 34145

Telephone (941) 394-8999  
Facsimile (941) 394-3511

December 2, 1996

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-12/04/96--0111U--005  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CONTECO, INC.,

Dear Sir or Madam:

Enclosed herewith please find the original Articles of Incorporation together with a copy. Would you kindly file said Articles and return them to this office. Also enclosed is a check in the sum of \$122.50 representing the filing fees in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

*Ronald S. Webster/maa*  
Ronald S. Webster

RSW/maa  
enclosure

*12/6*

FILED  
96 DEC -4 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE FL 32314

ARTICLES OF INCORPORATION  
OF  
CONTECO, INC.  
A NEW FLORIDA CORPORATION

FILED  
96 DEC -4 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: CONTECO, INC., a new Florida corporation. The mailing and business address of the corporation is 2086 Rookery Bay Drive, #2701, Naples, FL 34114.

ARTICLE II

The general nature of the business to be transacted is all lawful business, including the authority:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph , telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share.

Additional shares may not be issued and all shares must be issued within two years of the date of incorporation. Shares shall consist of one class only.

#### ARTICLE IV

The amount of capital with which the corporation will begin business is not less than Five Hundred Dollars (\$500.00).

#### ARTICLE V

The corporation shall exist perpetually.

#### ARTICLE VI

The street address of the initial registered office of this corporation is 985 North Collier Boulevard, Marco Island, Florida 34145 and the name of its initial Resident Agent is Ronald S. Webster.

#### ARTICLE VII

The business of this corporation shall be managed by the stockholders rather than by a Board of Directors.

The stockholders shall be deemed directors and shall be subject to the liabilities of directors. Any action required of directors may be taken by the stockholders pursuant to law. Each stockholder shall have one vote per share of stock.

#### ARTICLE VIII

The initial subscribers, incorporators and officers are:

JOSEPH D. ANGELI  
2086 Rookery bay Drive  
#2701  
Naples, FL 34114

President, Treasurer,  
Secretary, Subscriber  
and Shareholder

ARTICLE IX


The stock of the corporation shall bear a restrictive legend which shall require an offering to the other stockholder before sale to a third person.

ARTICLE X

These Articles may be amended only by unanimous consent of the stockholder.

ARTICLE XI

The stockholder may enact By-Laws, if desired, or may enter into written agreements as to the conduct of certain affairs of the corporation.

  
JOSEPH D. ANGELI  
President, Treasurer,  
Secretary, Subscriber and  
Shareholder


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,901, Florida Statutes, the  
following is submitted, in compliance with said act.

First---That CONTECO, INC., a new Florida corporation,  
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the Articles of  
Incorporation at Marco Island, County of Collier, State of  
Florida, has named Ronald S. Webster with offices located at 985  
North Collier Boulevard, Marco Island, FL 34145 County of  
Collier, State of Florida, as its agent to accept service of  
process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate,  
I hereby accept to act in this capacity, and agree to comply with  
the provisions of said Act relative to keeping open said office.

  
RONALD S. WEBSTER  
Resident Agent

96 DEC -4 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

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Ronald S. Webster

Attorney at Law  
187 North College Boulevard  
Miami, Florida 33145

Telephone (941) 394-8999  
Facsimile (941) 394-3511

December 2, 1996

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

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-02/07/97--01078--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: CONTECO, INC.,  
Amendments to Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find Articles of Amendment to Articles of Incorporation together with a copy. Would you kindly file said Amendment and return a receipt to this office. Also enclosed is a check in the sum of \$35.00 representing the filing fees in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

*Ronald S. Webster /maaa*  
Ronald S. Webster

RSW/maaa  
enclosure

FILED  
97 FEB -7 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
SH 2/12  
Amend.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

CONTECO, INC.

(present name)

FILED  
9 FEB - 7 PM 2:24  
MILWAUKEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)* ARTICLE VIII shall be amended to read as follows:

JOSEPH ANGELI  
757 Apple Ct.  
Marco Island, FL 34145  
President, Treasurer, Subscriber  
and Shareholder

THOMAS E. DeROSE  
900 Old Liverpool Rd.  
Liverpool, NY 13088  
Secretary

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: February 4, 1997

**FOURTH:** Adoption of Amendment(s) (check one)

- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

*[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]*

The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_  
(voting group)

(continued)

Signed this 4th day of February, 19, 97.

By Joseph D. Angeli  
(Chairman or Vice Chairman of the Board of Directors, President or  
other officer if adopted by the shareholders)  
OR  
(A director or incorporator if adopted by the directors or incorporators)

Joseph D. Angeli

(Typed or printed name)

President/Director

(Title)