

P97000018229

John Schavone

200 McGraw-Hill
Fort Myers, FL 33901

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. WESTCAL LODGING, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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FILED
97 FEB 24 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. FEB 27 1997

FILED
97 FEB 24 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

Westcal Lodging, Inc.

ARTICLE I

NAME: The name of the corporation shall be Westcal Lodging, Inc.

ARTICLE II

PRINCIPAL (REGISTERED) OFFICE: The principal (registered) office of this corporation is to be located at:

2200 McGregor Boulevard

in the City of Fort Myers, County of Lee

State of Florida 33901, and may transact its business and maintain offices for such purposes at such other places either within or without this State.

ARTICLE III

PURPOSE AND DURATION: The purpose for which this corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida as they may be amended from time to time, and whose existence shall be perpetual.

ARTICLE IV

INITIAL BUSINESS: The corporation initially intends to engage in the business of acquisition or leasing and management operations of restaurants, hotels, and other hospitality-industry entities.

ARTICLE V

INCORPORATORS (AND INITIAL DIRECTORS): The names and addresses of the incorporators (and if required or permitted by State Laws, the persons who will serve as the initial board of directors until the annual meeting of the stockholders or until their successors have been elected and qualified) are:

John S. Schavone
(Name)

5755-E Foxlake Drive
(Address)

North Fort Myers, FL 33917
(City/State/Zip Code)

Mary K. Johnson
(Name)

2220 West First Street
(Address)

Fort Myers, FL 33901
(City/State/Zip Code)

Robert A. Cox

(Name)

2220 West First Street

(Address)

Fort Myers, FL 33901

(City/State/Zip Code)

(Name)

(Address)

(City/State/Zip Code)

ARTICLE VI

DIRECTORS: The business and affairs of this corporation shall be conducted by a Board of Directors whose number shall not be less than 3, nor more than 4 members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Directors need not be Stockholders of the Corporation unless so required by the Bylaws. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees which to the extent provided in said resolution or resolutions or in the Bylaws shall have and may exercise all powers of the Board of Directors on the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated on the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide. the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of this corporation or any article therein.

ARTICLE VII

PRIVATE PROPERTY: The private property of the Stockholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever, as provided under State Laws.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The corporation shall indemnify every Director and Officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which corporation is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such officer or director, and the amounts paid in settlement by him or her in such settlement shall have been approved by the Board of Directors of the Corporation, and so provided under State Laws.

ARTICLE IX

CAPITAL STOCK: (Indicate below, the number, kind and par value of the Capital Stock)

☐ The corporation shall have the authority to issue _____ Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors, and may be designated as voting or non-voting at the time of issuance.

☒ The corporation shall have the authority to issue Seven Thousand Five Hundred (7,500) Shares of Common Stock, each share to have a Par Value of \$ 1.00 ; The shares may be issued upon such terms as the Board of Directors may from time to time authorize including the designation as to whether such shares shall be voting or non-voting.

☐ The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows: _____

Shares of Common Stock with _____ Par Value, designated as Class A Common Stock; and _____ Shares of Preferred Stock with a Par Value of \$ _____ each share, designated as Class B Preferred Stock.

Said preferred stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights, rights of conversions, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.


ARTICLE X

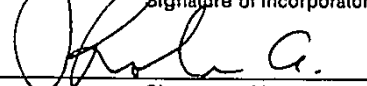
STATUTORY (RESIDENT) (REGISTERED) AGENT: The name and address of the initial Statutory (Resident) (Registered) Agent for the corporation who agrees to accept service of process on behalf of this corporation is: John S. Schavone, 2200 McGregor Blvd, Fort Myers, FL 33901

ARTICLE XI

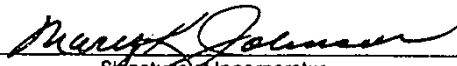
FISCAL YEAR: The fiscal year of the corporation shall be from January 1st to December 31st of each year.

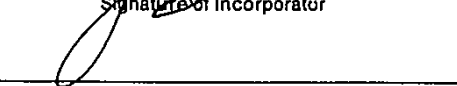
IN WITNESS WHEREOF, we have set our hands this 14th day of February, 19 97.



Signature of Incorporator


Signature of Incorporator



Signature of Incorporator


Signature of Incorporator

ACKNOWLEDGMENT

(Not required in all States)

State of Florida)
County of Lee) ss.

On this 14 day of February, 1997, before
me, the undersigned Notary Public, personally appeared, John Slavone

to me known to be the individual(s) described in and who executed the foregoing Instrument and acknowledged that
he (she) (they) executed the same for the purposes therein contained.

My Commission Expires: _____

Brooke Allen
Notary Public

ACKNOWLEDGMENT

(Not required in all States)

State of Florida)
County of Lee) ss.

On this 14 day of February, 1997, before
me, the undersigned Notary Public, personally appeared, Robert A. Cox

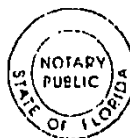
to me known to be the individual(s) described in and who executed the foregoing Instrument and acknowledged that
he (she) (they) executed the same for the purposes therein contained.

My Commission Expires: _____

Brooke Allen
Notary Public



BROOKE ALLEN
My Comm Exp. 5/03/97
Bonded By Service Ins
No. CC282326
☒ Personally Known ☐ Other



BROOKE ALLEN
My Comm Exp. 5/03/97
Bonded By Service Ins
No. CC282326
☒ Personally Known ☐ Other

ACKNOWLEDGMENT
(Not required in all States)

State of Florida)
County of Lee) ss.

On this 14 day of February, 1997, before
me, the undersigned Notary Public, personally appeared, Mary K. Johnson

to me known to be the individual(s) described in and who executed the foregoing Instrument and acknowledged that
he(she)(they) executed the same for the purposes therein contained.

My Commission Expires: _____

Brooke Allen
Notary Public

ACKNOWLEDGMENT
(Not required in all States)

State of _____)
County of _____) ss.

On this _____ day of _____, 19____, before
me, the undersigned Notary Public, personally appeared, _____

to me known to be the individual(s) described in and who executed the foregoing Instrument and acknowledged that
he(she)(they) executed the same for the purposes therein contained.

My Commission Expires: _____

Notary Public



BROOKE ALLEN
My Comm Exp. 5/03/97
Bonded By Service Ins
No. CC282326
I, Personally Known: ☒ Other: ☐

**CONSENT
OF
STATUTORY (REGISTERED) AGENT
for**

Westcal Lodging, Inc.

☒ Individual ☐ Corporation)

FILED
97 FEB 24 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Check applicable box and complete)

☒ Individual: I, John S. Schavone, the undersigned,
whose address is c/o 2200 McGregor Blvd., Fort Myers, FL. 33901

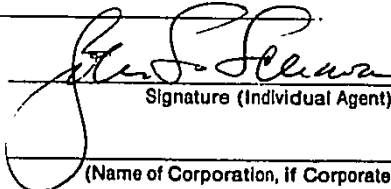
☐ Corporation: I, _____ the _____ of

a(n) _____ Corporation, whose principal address in this State is _____

having been appointed to act as Statutory (Registered)(Resident) Agent for Westcal Lodging, Inc.
_____, a(n) Florida

Corporation, by these presents, hereby consent to act in that capacity until removal or resignation is submitted in
accordance with the laws of the State of Florida

Dated: February 14, 1997



Signature (Individual Agent)

(Name of Corporation, if Corporate Agent)

By: _____
Signature of authorized officer

2200 McGregor Blvd.

Address

Fort Myers, FL. 33901

City/State/Zip Code

Note: This Form may only be required if the Statutory (Registered) Agent is not one of the Incorporators.