

P97000048961

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -2 AM 8:29

May 28, 1997

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

EFFECTIVE DATE

6-1-97

SUBJECT: All Ventures Enterprises, Inc.

900002198349--0

-06/02/97--01138--011

****131.25 ****131.25

Please have the start date of the corporation be June 1, 1997.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00

Filing Fee

\$78.75

Filing Fee
& Certificate

\$122.50

Filing Fee
& Certified Copy

\$131.25

**Filing Fee,
Certified Copy
& Certificate**

FROM:

Jeanette E. Marceau
1408 Euclid Avenue
North Fort Myers, Florida 33917
(941) 567-1186

NOTE: Please provide the original and one copy of the articles.

RP
6-4-97

ARTICLES OF INCORPORATION
OF
All Ventures Enterprises, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -2 AM 8:29

EFFECTIVE DATE
6-1-97

THE UNDERSIGNED, MANUEL C. DESOUSA, MICHAEL J. MARCEAU, and JEANETTE E. MARCEAU, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

All Ventures Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

All Ventures Enterprises, Inc.
3444 Marintown Lane NW
Suite 25
North Fort Myers, Florida 33917

ARTICLE III NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have at any one time is:

One thousand (1,000) shares of common stock of the same class and at
One Dollar (\$1.00) par value.

ARTICLE V SHAREHOLDERS' RIGHT TO PURCHASE

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INDEMNIFY

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII EXISTENCE

The Corporation is to have perpetual existence commencing June 1, 1997 and upon receipt of the Certificate of Incorporation from the Secretary of State.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jeanette E. Marceau
3444 Marintown Lane NW
Suite 25
North Fort Myers, Florida 33917

ARTICLE IX NUMBER OF DIRECTORS

The number of Directors of this Corporation shall not be more than five (5).

ARTICLE X DIRECTORS

The name and address of the members of the first Board of Directors of the Corporation are:

NAME	TITLE	ADDRESS
Manuel C. DeSousa	President	931 SE 1 st Place Cape Coral, Florida 33990
Michael J. Marceau	Vice-President	1408 Euclid Avenue North Fort Myers, Florida 33917
Jeanette E. Marceau	Treasurer / Secretary	1408 Euclid Avenue North Fort Myers, Florida 33917

ARTICLE XI INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

NAME OF INCORPORATOR	ADDRESS
Manuel C. DeSousa	931 SE 1 st Place Cape Coral, Florida 33990
Michael J. Marceau	1408 Euclid Avenue North Fort Myers, Florida 33917
Jeanette E. Marceau	1408 Euclid Avenue North Fort Myers, Florida 33917

ARTICLE XII BY-LAWS

The power to adopt, amend, alter or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

The undersigned incorporators has executed these Articles of Incorporation this 28th day of May, 1997.


Manuel C. DeSousa


Michael J. Marceau


Jeanette E. Marceau

STATE OF FLORIDA
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of May, 1997,
MANUEL C. DESOUSA, who is personally known to me or who produced a Florida Drivers' License as
identification, and who did not take an oath.




Notary Public

Printed Name of Notary: MICHAEL R. SHIRK

(SEAL)

STATE OF FLORIDA
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of May, 1997,
JEANETTE E. MARCEAU, who is personally known to me or who produced a Florida Drivers' License
as identification, and who did not take an oath.




Notary Public

Printed Name of Notary: MICHAEL R. SHIRK

(SEAL)

STATE OF FLORIDA
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of May, 1997,
MICHAEL J. MARCEAU, who is personally known to me or who produced a Florida Drivers' License as
identification, and who did not take an oath.




Notary Public

Printed Name of Notary: MICHAEL R. SHIRK

(SEAL)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

All Ventures Enterprises, Inc.

2. The name and address of the registered agent and office is:

Jeanette E. Marceau
3444 Marinatown Lane NW
Suite 25
North Fort Myers, Florida 33903

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jeanette E. Marceau

5/28/97
Date

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314