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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 31 AM 8:48

TRANSMITTAL LETTER

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

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-07/31/97--01019--013
****131.25 ****131.25

SUBJECT: FIDDLESTICKS REALTY, INC.
(Proposed corporate name - must include suffix)

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

Additional Copy Required

FROM: JUNE PEKOL
Name (printed or typed)
15565 Lockmaben Avenue
Address
Fort Myers FL 33912
City, State & Zip
(941) 768-1556
Daytime Telephone number

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

D. BROWN AUG - 4 1997

ARTICLES OF INCORPORATION
OF
FIDDLESTICKS REALTY, INC.

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The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is FIDDLESTICKS REALTY, INC., with its principal office and mailing address at 15565 Lockmaben Avenue, Fort Myers, Florida 33912.

ARTICLE II - NATURE

The nature of the business to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: FIVE HUNDRED (500) having a \$1.00 Par Value. The consideration to be paid for each share shall be in money, property or services as determined by the Board of Directors.

ARTICLE IV - INITIAL CAPITAL

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

ARTICLE V - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The street address of the initial registered office of this corporation shall be 15565 Lockmaben Avenue, Fort Myers, Florida; and the name of its initial registered agent at such address is: JUNE PEKOL. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by its stockholders, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTOR(S)

NAME	ADDRESS
JUNE PEKOL	15565 Lockmaben Avenue, Fort Myers FL 33912

ARTICLE IX - INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE X - BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - INFORMAL DIRECTOR ACTION


It all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENT OF ARTICLES


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

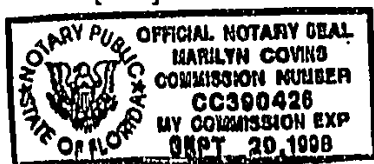


JUNE PEKOL, Incorporator

STATE OF FLORIDA COUNTY OF LEE
The foregoing instrument was acknowledged before me this 25th day of July, 1997,
by JUNE PEKOL who is personally known to me or who produced _____
_____ as identification.

My Commission Expires:



NOTARY PUBLIC
Please Print MARILYN COVINS

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

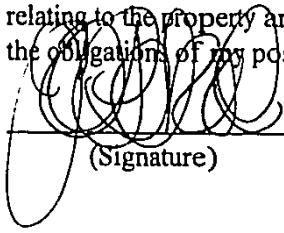
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. Name of corporation is: FIDDLESTICKS REALTY, INC.

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

JUNE PEKOL, 15565 Locknaben Avenue, Fort Myers, Florida 33912

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

7/25/97

(Date)