

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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97 AUG 22 AM 10:42

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Progressive Properties

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Signature _____

Requested by: CJB

Name _____

Date 8/20

Time 1133

Walk-In _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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Articles of Incorporation
for

PROGRESSIVE PROPERTIES, INC.

(for-profit corporation)

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be PROGRESSIVE PROPERTIES, INC.

ARTICLE II - DURATION

The duration of the Corporation is perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 802 North Belcher Road, Clearwater, Florida 33765.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares of stock which the Corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial Registered Agent is Michael E. Dris, Esquire, and the street address of the initial Registered Office of the Corporation in the State of Florida is 29 North Pinellas Avenue, Tarpon Springs, Florida 34689.

ARTICLE VI - INCORPORATOR

The name and address of the sole incorporator is Michael E. Dris, Esquire, 29 North Pinellas Avenue, Tarpon Springs, Florida 34689.

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the Corporation's issuance of shares.

ARTICLE VIII - AFFILIATED TRANSACTIONS

Pursuant to the provisions of Section 607.0901(5) (a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

ARTICLE IX - CONTROL SHARE ACQUISITIONS

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

ARTICLE X - INDEMNITY OF DIRECTORS AND OFFICERS

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

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 19 day of August, 1997.



Michael Dris, Esquire,
Incorporator

PROGRESSIVE PROPERTIES, INC.

(for-profit corporation)

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


Pursuant to the provisions of Florida Statutes, sections 607.0501 and 48.091, and the Articles of Incorporation of PROGRESSIVE PROPERTIES, INC., organized under the laws of the State of Florida, the undersigned corporation submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the Corporation is PROGRESSIVE PROPERTIES, INC.
2. The name and address of the registered agent and office is:

Michael Dris, Esquire
29 North Pinellas Avenue
Tarpon Springs, Florida 34689

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. I shall serve as Registered Agent until otherwise removed or until I resign pursuant to the laws of the State of Florida.

Dated August 19, 1997.



Michael Dris, Esquire