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THOMAS D. MARRYOTT, P.A.
ATTORNEYS AND COUNSELLORS AT LAW

100 EAST OLYMPIA AVENUE
SUITE 408

PUNTA GORDA, FLORIDA 33950

City/State/Zip

Phone #

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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

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<input type="checkbox"/>	Other

W97-19108

AL AUG 28 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1997

THOMAS D. MARRYOTTA, P.A.
126 EAST OLYMPIA AVE.
SUITE 408
PUNTA GORDA, FL 33950

SUBJECT: ALL COAST REALTY, INC.
Ref. Number: W97000019108

We have received your document for ALL COAST REALTY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 497A00041861

ARTICLES OF INCORPORATION
OF
ALL COAST REALTY, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is ALL COAST REALTY, INC.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in all lawful business under the Florida General Corporation Act.

In connection with said business, this corporation shall have the following powers, which shall not be deemed to exclude those other corporation powers granted by law.

To contract debts, borrow money and issue and sell or pledge notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtednesses as required.

To conduct business in, have one or more offices in, and hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks, and licenses in the State of Florida, and in all other states and countries.

To purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall purchase none of its own capital stock, except from the surplus of its assets over its liabilities, including capital, and shares of its own

capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders quorum or vote.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares at ten cents (\$.10) par value common stock, which stock shall be designated as "Common shares".

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting powers for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 1232 Market Circle, Unit 3-C, Port Charlotte, Florida 33953. The initial registered agent at that address is GEORGE JACKSON. The principal address is the same as above.

ARTICLE VII. INITIAL OFFICERS

The initial officers of this corporation and their addresses are as set forth below. Said officers shall serve until such time as their successors are elected and qualified.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
BARBARA HUNT	PRESIDENT	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953
ANGELO FAVARA	VICE PRESIDENT	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953

ARTICLE VIII. INITIAL DIRECTORS.

This corporation shall have directors initially who shall serve until their successor is elected and qualified. The number of directors may be increased from time to time by the by-laws but shall not be less than . The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BARBARA HUNT	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953
ANGELO FAVARA	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953

ARTICLE IX. INCORPORATORS

The names and addresses of the persons signing these articles are:

<u>NAME</u>	<u>ADDRESS</u>
BARBARA HUNT	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953
ANGELO FAVARA	1232 MARKET CIRCLE UNIT 3-C PORT CHARLOTTE, FL 33953

ARTICLE X. BY-LAWS

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

ARTICLE XI. RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth next to their name:

<u>NAME</u>	<u>SHARES</u>
BARBARA HUNT	500
ANGELO FAVARA	500

Shares held by the initial shareholders above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of this corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in written agreement among all of the shareholders and this corporation.

ARTICLE XII. CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XIII. SHAREHOLDERS MEETING REQUIRED

A shareholders meeting may be called by any shareholder upon thirty (30) days written notice thereof actually delivered upon all other shareholders.

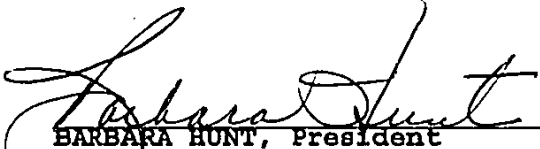
ARTICLE XIV. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

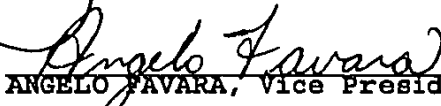
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 28 day of July 1997.

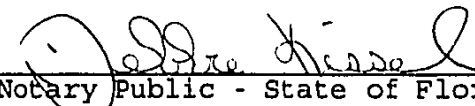

BARBARA HUNT, President


ANGELO FAVARA, Vice President

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, the undersigned officer, personally appeared BARBARA HUNT and ANGELO FAVARA, to me known and known by me to be the persons described herein and who executed the foregoing Articles of Incorporation, and did so for the purposes therein expressed.

WITNESS my hand and seal this 28 day of July 1997.


Notary Public - State of Florida



ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT

I, GEORGE JACKSON, the undersigned hereby accept designation as registered agent of ALL COAST REALTY, INC.

Dated this 31st day of July 1997.



GEORGE JACKSON

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TALLAHASSEE, FLORIDA