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ACCOUNT NO. : 072100000032

REFERENCE : 538262 81445B

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 122.50

FILED  
97 SEP 22 PM 2:55  
TALLAHASSEE, FLORIDA

ORDER DATE : September 22, 1997

ORDER TIME : 12:56 PM

ORDER NO. : 538262-005

CUSTOMER NO: 81445B

900002300029--3

CUSTOMER: Mr. Jerry Paul  
BATSEL MCKINLEY ITTERSAGEN &  
GUNDERSON, P.A.  
18401 Murdock Circle

Port Charlotte, FL 33948

DOMESTIC FILING

NAME: TROPICAL BAY BUILDERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: \_\_\_\_\_

RECORDED  
97 SEP 22 PM 1:58  
TALLAHASSEE, FLORIDA

SN SEP 22 1997

ARTICLES OF INCORPORATION

OF

**TROPICAL BAY BUILDERS, INC.**

**FILED**

97 SEP 22 PM 2:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is **TROPICAL BAY BUILDERS, INC.**, a Florida corporation, and the principal office and place of business is located at 55 Sportsman Court, Rotonda West, Florida 33947

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 1500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 18401 Murdock Circle, Port Charlotte, Florida, 33948. The name of the initial registered agent at such address is Jerry S. Paul.

ARTICLE 6. - DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than three nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

Williams G. Truex

55 Sportsman Court  
Rotonda West, Florida 33947

Richard B. Halvorson

6 Sportsman Road  
Rotonda West, Florida 33947

James T. Duff

8252 Wiltshire  
Port Charlotte, Florida 33981

#### ARTICLE 8. - INCORPORATORS

The names and post office addresses of the incorporators of this corporation are:

Williams G. Truex

55 Sportsman Court  
Rotonda West, Florida 33947

Richard B. Halvorson

6 Sportsman Road  
Rotonda West, Florida 33947

James T. Duff

8252 Wiltshire  
Port Charlotte, Florida 33981

#### ARTICLE 9. - TRANSFERABILITY OF SHARES

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be given to this corporation by filing a copy thereof with the secretary of this corporation, and a reference to such agreement shall be stamped, written or printed upon the certificate representing said shares, and the Bylaws of this corporation shall likewise include proper provisions for the making of such agreements as aforesaid.

#### ARTICLE 10. - AMENDMENT

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 stockholders' 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 to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this 12<sup>th</sup> day of September 1997.

Signed, sealed and delivered  
in the presence of:

Witness

Printed Name: Suzanne L. Torner

Witness

Printed Name: Jeanette Hasselt

William G. Truex  
William G. Truex

Christine Halvorson  
Witness  
Printed Name: CHRISTINE HALVORSON

Richard B. Halvorson  
Richard B. Halvorson

Mark Muske  
Witness  
Printed Name: MARK MUSKE

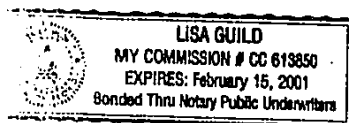
Patsy Johnson  
Witness  
Printed Name: PATSY JOHNSON

James T. Duff  
James T. Duff

Irene Adams  
Witness  
Printed Name: Irene Adams

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of Sept 1997, by William G. Truex, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.



Lisa Guild  
NOTARY PUBLIC  
Printed Name: Lisa Guild  
My Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of Sept 1997, by Richard B. Halvorson, who is personally known to me or who has produced Driver's License as identification and who did (did not) take an oath.



LINDA FUTCH  
MY COMMISSION # CC448508 EXPIRES  
March 28, 1999  
BONDED THRU TROY FAWN INSURANCE, INC.

Linda Futch  
NOTARY PUBLIC  
Printed Name: Linda Futch  
My Commission Expires: March 29, 1999

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of Sept 1997, by James T. Duff, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath. ,



LINDA FUTCH  
MY COMMISSION # 00448508 EXPIRES  
March 26, 1999  
BONDED THRU TROY FAY INSURANCE, INC.

Linda Futch  
NOTARY PUBLIC  
Printed Name: Linda Futch  
My Commission Expires: March 29, 1999

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

TROPICAL BAY BUILDERS, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated Jerry S. Paul whose street address is 18401 Murdock Circle, Port Charlotte, Florida, as its agent to accept service of process within this state.

**ACCEPTANCE**

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

  
Registered Agent

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**FILED**  
SEP 22 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA