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ACCOUNT NO. : 072100000032

REFERENCE : 555994 7108878

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 7, 1997

ORDER TIME : 9:24 AM

ORDER NO. : 555994-005

CUSTOMER NO: 7108878

CUSTOMER: Joseph D. Stewart, Esq
JOSEPH D. STEWART, P.A.

Suite 302
2671 Airport Road, South
Naples, FL 33962

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-10/07/97--01044--022
****122.50 ****122.50

DOMESTIC FILING

NAME: GROUP SEVEN, 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: Warren Whittaker

EXAMINER'S INITIALS: _____

OCT - 7 1997

OCT - 7 1997

FILED
97 OCT - 7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



JOSEPH D. STEWART, J.D., C.P.A.

BOARD CERTIFIED CIVIL TRIAL LAWYER

2671 AIRPORT ROAD SOUTH

SUITE 302

NAPLES, FLORIDA 34112

TELEPHONE
(941) 775-4450
FACSIMILE
(941) 775-8581

October 6, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Group Seven, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and Appointment of Resident Agent regarding Group Seven, Inc., for filing with the Secretary of State. Our check in the amount of \$122.50 (\$70.00 filing fee; \$52.50 certified copy fee) is also enclosed. Please return a certified copy of the same once they have been filed.

Please do not hesitate to contact our office if you have any questions.

Thank you for your cooperation.

Very truly yours,

Joseph D. Stewart

JDS:jp
Enclosures
cc: Mr. and Mrs. William R. Reddick, Jr.

CORP\LETTERS\SEC-ST.RED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GROUP SEVEN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of the corporation is **GROUP SEVEN, INC.**

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to engage in the business of the development of real estate, buying, selling, and to do any and everything necessary, proper advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country, and to transact any or all other lawful business for which corporation may be incorporated under the Florida corporation laws.

FOURTH: Authorized Shares.

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock with a par value of \$1.00 per share.

INITIAL ISSUE: 100 shares of the capital stock of the corporation shall be issued at a par value of \$1.00 per share.

STATED CAPITAL: The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

DIVIDENDS: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

FIFTH: The initial street address in Florida of the office of the corporation is: 4031 Gulfshore Boulevard North, Naples, FL 34103.

The name and initial street address in Florida of the registered agent of the corporation is: Joseph D. Stewart, Esquire, who is located at: Suite 302, 2671 Airport Road South, Naples, FL, Naples, Florida 34112,

SIXTH: The initial Board of Directors shall consist of three (3) members.

SEVENTH: The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until successors shall have been elected and qualified, are as follows:

William R. Reddick, Jr.
4031 Gulfshore Boulevard North
Naples, FL 34103

Sean Reddick
4031 Gulfshore Boulevard North
Naples, FL 34103

Faye Dorothy Reddick
4031 Gulfshore Boulevard North
Naples, FL 34103

EIGHTH: The name and address of the incorporator is as follows:

JOSEPH D. STEWART, ESQUIRE
Suite 302
2671 Airport Road
Naples, Florida 34112

NINTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

TENTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ELEVENTH: The shareholders of this corporation shall not be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of Directors to be elected multiplied by the number of his shares.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation at Naples, Florida, on this 6th day of October 1997.



Incorporator, Joseph D. Stewart

STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared **JOSEPH D. STEWART**, who was given an oath, and who is to me personally known to be the person

described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal,
at Naples, in said County and State, this 6th day of October, 1997.

JoAnn Price
NOTARY PUBLIC

JoAnn Price
Printed Name of Notary

My Commission and date of expiration are:



APPOINTMENT OF RESIDENT AGENT
STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS
AND DIRECTORS.

GROUP SEVEN, INC., a corporation under the laws of the State of Florida, with its
principal office at: **4031 Gulfshore Boulevard North, PH1C, Naples, FL 34103**, has named
JOSEPH D. STEWART, ESQUIRE, located at Suite 302, 2671 Airport Road South, Naples,
FL 34112 as its resident agent to accept service of process within this State.

OFFICERS:

President - WILLIAM R. REDDICK, JR.
Vice President - SEAN REDDICK
Secretary - FAYE DOROTHY REDDICK
Treasurer - FAYE DOROTHY REDDICK

DIRECTORS:

FAYE DOROTHY REDDICK
WILLIAM R. REDDICK, JR.
SEAN REDDICK

DATED this 6th day of October, 1997.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during
prescribed hours; to post my name (and any other officers of said corporation authorized to
accept service of process at the above Florida designated address) in some conspicuous place
in the office as required by law.



JOSEPH D. STEWART

jds/jp
corp\Reddick.2

FILED
97 OCT -7 AM 11:36
TALLAHASSEE, FLORIDA