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THOMAS M. DRYDEN, P.A.

Attorney & Counselor at Law

THOMAS M. DRYDEN, P.A.  
Also Licensed in Georgia  
Board Certified Florida Bar Real Estate  
Board Certified Creditor's Rights - CLLA  
Academy of Commercial and Bankruptcy Law Specialist

2231 First Street  
Fort Myers, Florida 33901  
Telephone: (941) 337-0515  
Facsimile: (941) 337-7140

October 8, 1997

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, FL 32304

500002319405--8  
-10/13/97--01140--019  
\*\*\*\*\*30.00 \*\*\*\*\*30.00

Re: EBERSBERGER COMPANIES, INC.  
Filing of Articles

Gentlemen:

500002319405--8  
-10/13/97--01140--020  
\*\*\*\*\*40.00 \*\*\*\*\*40.00

I am enclosing an original and one copy of the Articles of Incorporation for the above named corporation. In addition a check in the amount of \$40.00 is enclosed which represents the following fees:

(1) Filing fee	\$ 20.00
(2) Registered agent fee	20.00
Total:	\$ 40.00

Please file the original of the enclosed Articles and return a file-stamped copy to my attention.  
Thank you.

Sincerely,  
THOMAS M. DRYDEN, P.A.

Thomas M. Dryden  
For The Firm

TMD:ed

Enclosures

cc: Client w/Enclosure

FILED  
97 OCT -9 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Nadeau OCT 10 1997

ARTICLES OF INCORPORATION

OF

EBERSBERGER COMPANIES, INC.

FILED  
97 OCT -9 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation shall be **EBERSBERGER COMPANIES, INC.** The principal place of business of this corporation shall be **15440 Greenock Lane, Fort Myers, FL 33912.**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having one dollar (\$1.00) par value per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be **15440 Greenock Lane, Fort Myers, FL 33912** and the name of the initial registered agent of the corporation at that address is **Adolph William Ebersberger**. The undersigned is the registered agent of the corporation and the undersigned is familiar with the obligations of a registered agent under Florida law and accepts the obligations of that position.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is: **15440 Greenock Lane, Fort Myers, FL 33912.**

## ARTICLE VI. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former officers and directors, to the fullest extent permitted by law.

## ARTICLE VII. PREEMPTIVE RIGHTS


Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's prorata portion of the following:

A. Any stock or any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

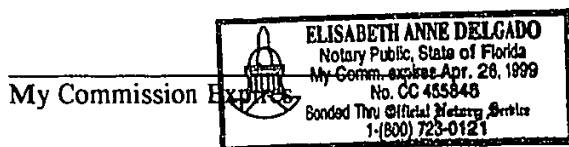
This right shall be deemed waived by any shareholder who does not exercise it and pay of the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

The undersigned incorporator has signed these Articles of Incorporation on this 6<sup>th</sup> day of October, 1997.

  
ADOLPH WILLIAM EBERSBERGER,  
Incorporator and Registered Agent, who is  
familiar with and accepts the obligations of  
a registered agent under Florida law

STATE OF FLORIDA     )  
COUNTY OF LEE        )

I HEREBY CERTIFY the foregoing instrument was acknowledged before me on this  
6<sup>th</sup> day of October, 1997, by ADOLPH WILLIAM EBERSBERGER,  
who is [ ] personally known to me or who has [✓] produced a valid Florida driver's license  
as identification and who did take an oath. E162-019-42-419-0



My Commission Number

Elisabeth Anne Delgado  
Notary Public

(Print Name)

**Designation and Acceptance of Registered Agent  
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, 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. The name of the corporation is EBERSBERGER COMPANIES, INC.
2. The name of the registered agent is Adolph Ebersberger.
3. The address of the registered agent/registered office is 15440 Greenock Lane, Fort Myers, Florida 33912.

**Acceptance**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

  
Adolph Ebersberger

Date: 8 OCTOBER, 1997.

FILED  
97 OCT -9 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA