

FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P. A.

ATTORNEYS AT LAW

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97 DEC 24 PM 3:31

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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December 10, 1997

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

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-12/24/97--0106D--006  
\*\*\*122.50 \*\*\*122.50

RE: Versailles Properties, Inc.

Gentlemen:

We are enclosing the original and one copy of the proposed Articles of Incorporation for the above-mentioned corporation. Please approve and file the original and certify the copy for us. Also enclosed is a Certificate designating the Resident Agent for the corporation.

We are enclosing our firm check made payable to Secretary of State for charges as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Filing Resident Agent Certificate	<u>35.00</u>
Total	\$122.50

Please advise if anything further is required.

Sincerely yours,

FOWLER, WHITE, GILLEN, BOGGS,  
VILLAREAL AND BANKER, P.A.

CARE JOSEPH COLEMAN

CJC/lr  
Enclosures as stated

RP  
12-26-97

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ARTICLES OF INCORPORATION

OF

VERSAILLES PROPERTIES, INC.

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

ARTICLE I

The name of the corporation is: VERSAILLES PROPERTIES, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

The street address of the initial registered agent of the corporation is Carl Joseph Coleman, Esquire, and the name of the initial registered agent of the corporation at that address is 2201 Second Street, 5th Floor, Fort Myers, Florida 33901. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE V

The aggregate number of shares which the corporation has authority to issue is one thousand (1000), all of which shares are of the same class and are designated "Common Shares"; the par value of each such share is one dollar (\$1.00). The corporation elects to have preemptive rights.

ARTICLE VI

The name and address of the incorporator is:

Ellen "Helen" Hardy  
19863 Vintage Trace Circle  
Fort Myers, Florida 33912

ARTICLE VII

The number of directors to comprise the initial Board of Directors shall be three (3). Thereafter the number of directors shall be fixed by, or in the manner provided in, the bylaws of the corporation. The names and address of the initial directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ellen "Helen" Hardy	19863 Vintage Trace Circle Fort Myers, Florida 33912
John "Jack" Hardy	19863 Vintage Trace Circle Fort Myers, Florida 33912
Robert J. Perry	19875 Vintage Trace Circle Fort Myers, Florida 33912

ARTICLE VIII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article V, is subject to this reservation.

ARTICLE X

The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

The mailing address for the corporation is 19863 Vintage Trace Circle, Fort Myers, Florida 33912.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22<sup>nd</sup> day of December, 1997.

*Ellen Hardy*  
ELLEN "HELEN" HARDY,  
Incorporator

STATE OF FLORIDA    )  
                              )  
COUNTY OF LEE        )

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared ELLEN "HELEN" HARDY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22<sup>nd</sup> day of December, 1997.

*Linda L. Reese*  
Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

THAT VERSAILLES PROPERTIES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Fort Myers, County of Lee, State of Florida, has named CARL JOSEPH COLEMAN, ESQUIRE, located at 2201 Second Street, Fort Myers, Lee County, Florida 33901, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
CARL JOSEPH COLEMAN, ESQUIRE

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