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(941) 434-1168 Direct Dial  
(941) 262-7179 Direct Fax

PATRICIA A. KING  
(941) 434-1163 Direct Dial

EFFECTIVE DATE

1/15/98

PLEASE REPLY TO:

NAPLES OFFICE

SUITE 200  
350 FIFTH AVENUE SOUTH  
NAPLES, FLORIDA 34102  
(941) 262-7748  
FAX (941) 262-7144

FORT MYERS OFFICE

THE TERRACES  
8660 - 120 COLLEGE PARKWAY  
FORT MYERS, FLORIDA 33919-4873  
(941) 433-4240  
FAX (941) 433-4898

January 13, 1998

Secretary of State  
Division of Corporations  
ATTN: NEW CORPORATION FILING SECTION  
Post Office Box 6327  
Tallahassee, FL 32314

700002405317--8  
-01/20/98--01115--017  
\*\*\*122.50 \*\*\*122.50

Re: N.B.E. Realty Advisers, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for N.B.E. Realty Advisers, Inc. I have also enclosed our firm check in the amount of \$122.50, including your charge for a certified copy of the articles. I have enclosed a stamped and addressed envelope for your convenience in returning the certified copy to this office.

Thank you for your assistance in this matter.

Sincerely,

LOUIS X. AMATO  
For the Firm

LXA/hal  
enclosure  
F:\LOUIS\CORACEDIV-CORPLTR

*Richard* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *art*  
DATE *1/22/98*  
DOC. EXAM *1/22/98*

FILED  
98 JAN 20 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*1/22/98 - ym*

ARTICLES OF INCORPORATION  
OF  
N.B.E. REALTY ADVISERS, INC.

EFFECTIVE DATE  
1/15/98

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 I  
NAME

The name of the corporation shall be:

N.B.E. REALTY ADVISERS, INC.

The principal place of business and mailing address of the corporation shall be:

5551 Ridgewood Drive, Suite 203  
Naples, Florida 34108

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TALLAHASSEE, FLORIDA

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 1000 shares of common stock at \$1.00 par value.

ARTICLE IV  
REGISTERED AGENT

Initial registered office of the corporation shall be:

5551 Ridgewood Drive, Suite 203  
Naples, Florida 34108

and the name of the initial registered agent shall be:

Don Corace  
5551 Ridgewood Drive, Suite 203  
Naples, Florida 34108

ARTICLE V  
EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI  
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII  
SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII  
ELECTION OF SUBCHAPTER S

This corporation may elect Subchapter "S" for taxation purposes upon consent of the shareholders.

ARTICLE IX  
OFFICERS AND DIRECTORS

The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the By-Laws of the Corporation.

ARTICLE X  
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Don Corace  
5551 Ridgewood Drive, Suite 203  
Naples, Florida 34108

**ARTICLE XI**  
**EFFECTIVE DATE OF INCORPORATION**

The effective date of incorporation shall be January 15, 1998.


IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 15<sup>th</sup> day of January, 1998.

  
\_\_\_\_\_  
Don Corace  
Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of January, 1998, by Don Corace (☒) who is personally known to me or (☐) who has produced \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
Signature, Notary Public

\_\_\_\_\_  
Print Name, Notary Public

DON CORACE, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

  
\_\_\_\_\_  
Don Corace

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607 and 621, Florida Statutes, 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.


FIRST:       The name of the corporation is: **N.B.E. REALTY ADVISERS, INC.**

SECOND:     The name and address of the registered agent and office is:

**DON CORACE  
5551 Ridgewood Drive, Suite 203  
Naples, FL 34108**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

SIGNATURE \_\_\_\_\_

  
**DON CORACE, Registered Agent**

DATE \_\_\_\_\_

*1/5-78*

FILED DON CORACE CERT.DON

**FILED**  
98 JAN 20 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA