

LAW OFFICES
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PATTI A. CHRISTENSEN

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March 18, 1998

P98000027535

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/23/98--01136--010
****122.50 ****122.50

Re: VILANO BEACH ENTERPRISES II, INC.

Dear Representative:

Enclosed herewith please find original and one copy of the Articles of Incorporation for the above referenced corporation, together with our firm check in the amount of \$122.50.

Once a Charter Number is issued, please return a copy of the Articles to our office.

Thank you for your assistance in this matter. Please call if you have any questions.

Best regards,

Barbara

Barbara S. Conrad
Legal Assistant
For the Firm

/bc
Enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

VILANO BEACH ENTERPRISES II, INC.

THE UNDERSIGNED, acting hereby as Incorporators for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to Chapter 607, Florida Statutes, and other applicable law, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **VILANO BEACH ENTERPRISES II, INC.**

ARTICLE II

ADDRESS AND REGISTERED OFFICE

The street address, principal place of business and registered office of this corporation is hereby designated to be 10 Vilano Road, Vilano Beach, St. Augustine, Florida 32095, and such principal place of business and registered office may be changed in accordance with the By-Laws of the corporation or by appropriate action of the Board of Directors. The initial Registered Agent of this corporation whose business office is the same as the registered office is hereby designated to be ARTHUR J. MCGINNIS.

ARTICLE III

NATURE OF BUSINESS

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

BY-LAWS

The corporation may in its By-Laws make any other provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States.

ARTICLE V
CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue is one hundred (100), all of which shall be common shares with par value of One and No/100ths (\$1.00) Dollar per share.

ARTICLE VI
INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be one Hundred and No/100ths (\$100.00) Dollars.

ARTICLE VII
TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VIII
DIRECTORS

This corporation shall initially have two (2) directors. The number of directors may be increased from time to time in accordance with the provisions of the corporation by-laws adopted by the stockholders. The name and address of the first directors are:

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR J. MCGINNIS	10 Vilano Road Vilano Beach St. Augustine, Florida 32095
THELMA P. MCGINNIS	10 Vilano Road Vilano Beach St. Augustine, Florida 32095

ARTICLE IX
OFFICERS

This corporation shall consist of the following officers: President, Vice-President, Secretary & Treasurer. The officers of this corporation need not be stockholders.

ARTICLE X
INITIAL OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of the existence of the

corporation or until their successors are elected or appointed and have qualified are:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
ARTHUR J. MCGINNIS 10 Vilano Road Vilano Beach St. Augustine, Florida 32095	President/Treasurer
THELMA P. MCGINNIS 10 Vilano Road Vilano Beach St. Augustine, Florida 32095	Vice-President/Secretary

ARTICLE XI
INCORPORATORS

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR J. MCGINNIS	10 Vilano Road Vilano Beach St. Augustine, Florida 32095
THELMA P. MCGINNIS	10 Vilano Road Vilano Beach St. Augustine, Florida 32095

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made and subscribed to the foregoing Articles of Incorporation on the 17th day of March, A.D., 1998.


ARTHUR J. MCGINNIS


THELMA P. MCGINNIS

STATE OF FLORIDA
COUNTY OF ST. JOHNS:

I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the 17th day of March, 1998 personally came before me, ARTHUR J. MCGINNIS and THELMA P. MCGINNIS, the parties who signed the foregoing Articles of Incorporation, and acknowledged to and before me that they executed the same as their free act and deed, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, the day and year aforesaid.

Barbara S. Conrad
Notary Public, State of Florida
at Large
My Commission Expires: 07-04-98

OFFICIAL SEAL
BARBARA S. CONRAD
Notary Public, State of Florida
My comm. expires July 4, 1998
Comm. No. CC 383560

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

That **VILANO BEACH ENTERPRISES II, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of St. Augustine, County of St. Johns, State of Florida, has named **ARTHUR J. MCGINNIS** located at 10 Vilano Road, Vilano Beach, St. Augustine, County of St. Johns, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for 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.


ARTHUR J. MCGINNIS

(Resident Agent)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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