

Woodward, Pires & Lombardo, P.A.
ATTORNEYS-AT-LAW

P98000045380

CRAIG R. WOODWARD*
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BURT L. SAUNDERS
OF COUNSEL
*(BOARD CERTIFIED REAL ESTATE ATTORNEY)

May 14, 1998

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

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-05/18/98--01087--009
***122.50 ***122.50

Re: **WATER BUFFALOS, INC.**

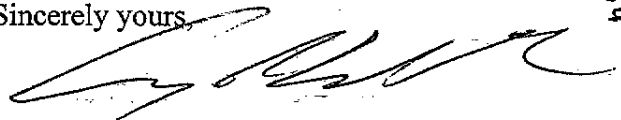
Dear Sirs:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50 to cover the following fees:

- | | | |
|----|------------------------------|---------|
| 1. | Filing Fee | \$35.00 |
| 2. | Certified Copy | \$52.50 |
| 3. | Registered Agent Designation | \$35.00 |

Thank you.

Sincerely yours,



Craig R. Woodward

CRW/ach
Enclosure
cor/forms/cor002.frm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 10:44

PLEASE RESPOND TO: MARCO

606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402

PELICAN BAY 801 LAUREL OAK DR., SUITE 710, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161

D. BROWN MAY 20 1998

ARTICLES OF INCORPORATION

OF

WATER BUFFALOS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 10:44

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. - NAME

The name of the corporation shall be: WATER BUFFALOS, INC.

ARTICLE II. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145.

ARTICLE III. - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven Thousand Five Hundred shares of common stock at \$1.00 par value.

ARTICLE IV. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Craig R. Woodward, Woodward, Pires & Lombardo, P.A., 606 Bald Eagle Drive, Suite 500, Post Office Box One, Marco Island, Florida 34146.

ARTICLE V. - DIRECTORS

The names and street addresses of the initial Directors of this corporation are: James L. Downey, Jr., Post Office Box 2552, Marco Island, Florida 34146, Marianne Downey, Post Office Box 2552, Marco Island, Florida 34146, David M. Surber, 235 Bermuda Road, Marco Island, Florida 34145, and Bonnie Surber, 235 Bermuda Road, Marco Island, Florida 34145.

ARTICLE VI. - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: Craig R. Woodward, 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145.

The undersigned has executed these Articles of Incorporation this 14th day of May, 1998.


CRAIG R. WOODWARD, INCORPORATOR

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 10:44

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered, in the State of Florida.

1. The name of the corporation is: **WATER BUFFALOS, INC.**
2. The name and address of the registered agent and office is: Craig R. Woodward, Esquire, 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145.

SIGNATURE:


CRAIG R. WOODWARD

INCORPORATOR
TITLE

5/14/98
DATE

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.


CRAIG R. WOODWARD, ESQUIRE

5/14/98
DATE