

TRANSMITTAL LETTER

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

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-06/26/98--01020--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ECCO- REAL ESTATE DEVELOPMENT, INC.

SUBJECT: \_\_\_\_\_

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: \_\_\_\_\_  
Name (Printed or typed)

2223 SE Kanner Highway

\_\_\_\_\_  
Address

Stuart, FL 34994

\_\_\_\_\_  
City, State & Zip

(561) 221-7878

\_\_\_\_\_  
Daytime Telephone number

FILED  
98 JUN 26 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JUN 26 1998

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**

**OF**

**ECCO- REAL ESTATE DEVELOPMENT, INC.**

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

**ARTICLE I**

**NAME AND ADDRESS**

The name of this corporation shall be: **ECCO- REAL ESTATE DEVELOPMENT, INC.**

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

2223 SE Kanner Highway  
Stuart, FL 34994

**ARTICLE II**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE III**

**NATURE OF BUSINESS**

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be all activities with regard to Real Estate, especially the development and management of Real Estate, and generally:

To engage in any activity or business permitted under the laws of the United States and the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE IV**

### **AUTHORIZED SHARES**

- A. Number. The aggregate number of shares that the corporation shall have the authority to issue is One Thousand (1,000) shares of Capital Stock with a par value of One Dollar (\$1.00) per share.
- B. Initial Issue. One Thousand (1,000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of One Dollar (\$1.00) per share.
- C. Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be stated capital of the corporation at any particular time.
- D. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.
- E. No classes of stock. The shares of the corporation are not to be divided into classes.
- F. No share in series. The corporation is not authorized to issue shares in series.

## **ARTICLE V**

### **REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

GERD V. BEHNKE

2223 SE Kanner Highway  
Stuart, FL 34994

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

The Board of Directors shall consist of not less than one (1) nor more than three (3) members, who need not be residents of the State of Florida.

## **ARTICLE VII**

### **NAME AND ADDRESS OF INITIAL DIRECTOR**

The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until his successor(s) shall have been selected, is as follows:

GERD V. BEHNKE	2223 SE Kanner Highway Stuart, FL 34994
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## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the initial incorporator is as follows:

GERD V. BEHNKE	2223 SE Kanner Highway Stuart, FL 34994
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## **ARTICLE IX**

### **AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE X**

### **BYLAWS**

The Bylaws of the Corporation shall be made, altered or rescinded by a two-thirds (2/3rds)-majority vote of the Directors of the corporation.

## ARTICLE XI

### PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation at Stuart, Martin County, Florida, this 23<sup>rd</sup> day of June, 1998.

  
\_\_\_\_\_(SEAL)  
GERD V. BEHNKE

**CERTIFICATE OF DESIGNATION OF  
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 AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **ECCO- REAL ESTATE DEVELOPMENT, INC.**

2. The name and address of the registered agent and office is:

**GERD V. BEHNKE**

(NAME)

**2223 SE Kanner Highway**

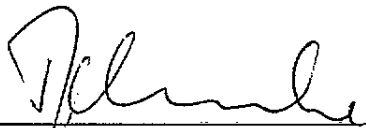
(STREET ADDRESS)

**Stuart, FL 34994**

(CITY/STATE/ZIP)

98 JUN 26 AM 8:32  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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)

June 23, 1998

(DATE)

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**