

P98000077781

LAW OFFICES  
**DUNCAN & TARDIF, P. A.**  
FOXWORTHY PROFESSIONAL BUILDING  
SUITE 101, 1601 JACKSON STREET  
POST OFFICE BOX 249  
FORT MYERS, FLORIDA 33902-0249

GORDON R. DUNCAN  
ROBERT E. TARDIF JR.  
ANDREW S. EPSTEIN

TELEPHONE (941) 334-4674  
FAX (941) 334-3378

200002633002--5  
-09/04/98--01129--019  
\*\*\*\*122.50 \*\*\*\*122.50

September 2, 1998

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: Rigsby 101, Inc. Articles of Incorporation  
Rigsby 102, Inc. Articles of Incorporation

EFFECTIVE DATE  
9-2-98

To Whom It May Concern:

Enclosed are two sets of Articles of Incorporation along with two checks in the amount of \$122.50 each to cover the cost of filing these instruments with your office. If you have any questions, please feel free to contact me. Thank you for your assistance with this matter.

Very truly yours,

Darlene M. Spinella  
Darlene M. Spinella  
Legal Assistant

/dms

Enc.

Dmc  
9-9-98

FILED  
98 SEP -4 PM 12:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RIGSBY 102, INC.

FILED

98 SEP -4 PM 12:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name: The name of the corporation is: Rigsby 102, Inc. The principal place of business of this corporation is: 18671 Palm Creek Drive, North Fort Myers, Florida, 33917.

ARTICLE II

Duration: The duration of the corporation is perpetual.

ARTICLE III

Purpose: The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Capital Stock: The aggregate number of shares which the corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

EFFECTIVE DATE  
9-2-98

#### ARTICLE V

Initial Principal Office and Registered Agent: The principal office of the Corporation shall be located at 18671 Palm Creek Drive, North Fort Myers, Florida, 33917, The street address of the initial Registered Office of the corporation is 18671 Palm Creek Drive, North Fort Myers, Florida, 33917. The name of the initial Registered Agent at that address is Robert W. Rigsby.

#### ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be increased or decreased from time to time in accordance with the By Laws but shall never be less than one. The names and addresses of the initial Directors of the corporation are as follows:

Robert W. Rigsby  
18671 Palm Creek Drive  
N. Fort Myers, FL 33917

Helen M. Rigsby  
18671 Palm Creek Drive  
N. Fort Myers, FL 33917

#### ARTICLE VII

Incorporators: The name and address of each Incorporator is as follows:

Robert W. Rigsby  
18671 Palm Creek Drive  
N. Fort Myers, FL 33917

#### ARTICLE VIII

Commencement of Corporate Existence: In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Article of Incorporation.

#### ARTICLE IX

Preemptive Rights: Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

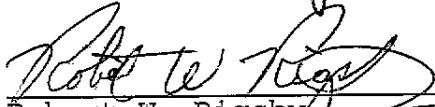
B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

ARTICLE X

Amendment: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation on this 2 day of September, 1998.


  
Robert W. Rigsby

STATE OF FLORIDA

COUNTY OF LEE

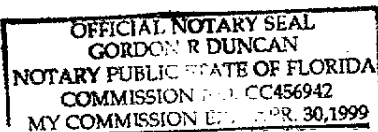
BEFORE ME personally appeared Robert W. Rigsby, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of September, 1998.

  
Notary Public

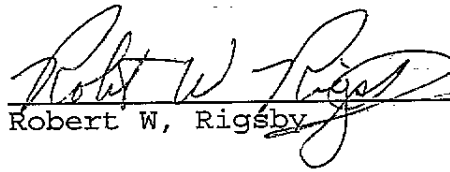
My commission expires:

(NOTARY'S SEAL)



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned is familiar with the statutory requirements of and hereby accepts appointment as the Registered Agent of Rigsby 102, Inc. as contained in the foregoing Articles of Incorporation.

  
Robert W. Rigsby

**FILED**  
98 SEP -4 PM 12:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA