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September 11, 1998

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

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-09/14/98--01123--005  
\*\*\*\*122.50 \*\*\*\*122.50

RE: J.M. MATERA, INC.  
Our File: 98-512

Gentlemen:

Enclosed please find the original and a copy of Articles of Incorporation for the above-named corporation. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.


In addition, a check in the amount of \$122.50 is enclosed. This check represents the following fees:

ARTICLES OF INCORPORATION:

|                  |    |              |
|------------------|----|--------------|
| Filing Fee       | \$ | 35.00        |
| Certified Copy   |    | 52.50        |
| Registered Agent |    | <u>35.00</u> |
| TOTAL            | \$ | 122.50       |

Thank you for your attention to this matter.

Very truly yours,

  
Louise DiStefano, Legal Assistant  
to Thomas E. Drasites  
LUSK, DRASITES & TOLISANO, P.A.  
/ld  
Enclosures

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## ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator for the purpose of forming a corporation for profit under the provisions of the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

### I

#### Name of Corporation

The name of this corporation is J.M. Matera, Inc., with its principal office at 11232 Palm Beach Blvd., Fort Myers, Florida 33905.

### II

#### Duration

The period of its duration is perpetual.

### III

#### Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

### IV

#### Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock at One (\$1.00) Dollar per share par value.

### V

#### Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows: Gerri Matera, 1001 S.W. 54th Lane, Cape Coral, Florida 33914.

### IV

#### INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation are as follows:

| Name         | Address                                      |
|--------------|--|
| James Matera | 1001 S.W. 54th Lane<br>Cape Coral, FL, 33914 |

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Gerri Matera

1001 S.W. 54th Lane  
Cape Coral, FL, 33914

VII  
Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

| Name         | Address                                      |
|--------------|--|
| James Matera | 1001 S.W. 54th Lane<br>Cape Coral, FL, 33914 |
| Gerri Matera | 1001 S.W. 54th Lane<br>Cape Coral, FL, 33914 |

VIII  
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX  
Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

X  
Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

XI  
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XII  
Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation in the State of Florida, County of Lee, this 11<sup>th</sup> day of September, 1998.

James Matera  
James Matera, Incorporator

Gerri Matera  
Gerri Matera, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, the undersigned authorities, personally appeared James Matera and Gerri Matera who produced New Jersey Driver's licenses as identification and to be the persons described in and who executed the foregoing Articles of Incorporation as the Incorporators, and they acknowledged to and before me that they executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Cape Coral, in the said County and State, this 11<sup>th</sup> day of September, 1998 and who produced New Jersey Driver's Licenses as identification.

Louise J. Distefano  
NOTARY PUBLIC, STATE OF FLORIDA



LOUISE J DISTEFANO  
My Commission CQ565580  
Expires Jun. 23, 2000

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the attached 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.

DATED this 11<sup>th</sup> day of September, 1998.

Gerri Matera  
Gerri Matera, Registered Agent

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