

**DAVID W. BLACKWOOD, P.A.**

Certified Public Accountant

P980000083101

September 23, 1998

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399  
(850) 487-6052

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-09/24/98--01067--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation filing for Breakwater Real Estate, Inc.

Dear Staff Member,

This letter is accompanied by the original and one copy of the Articles Of Incorporation for Breakwater Real Estate, Inc. Also, a check in the amount of \$ 122.50 is enclosed for the filing fee. Please return the approved documents to the following address:

David W. Blackwood, P.A.  
1342 Colonial Blvd. Suite K-114  
Fort Myers, FL 33907

Thank you for your consideration of this matter.

Sincerely,

*David W. Blackwood, CPA*

David W. Blackwood, CPA

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 24 AM 9:08

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**ARTICLES OF INCORPORATION**  
**OF**

**Breakwater Real Estate, Inc.**

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

**ARTICLE I**

The name of the corporation is **Breakwater Real Estate, Inc.**

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

The corporation shall commence business on filing with the Secretary of State.

**ARTICLE V**

The principal place for the transaction of its business and corporate mailing address shall be **1750 J & C Blvd. Unit 5, Naples, FL. 34109**. That said corporation shall have the authority to do business at such other place or places within or without the State of Florida, as the corporation may designate by resolution.

**ARTICLE VI**

The amount of capital stock of this corporation shall be **ONE THOUSAND SHARES (1000)** at One Dollar (\$1.00) par value stock, which stock shall be non-assessable, to be held, sold and paid for at such time and in such manner as the Board of Directors may, from time to time, determine. The corporation shall have one class of stock.

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## **ARTICLE VII**

The corporation shall have a Board of one (1) Director, and the Board may be increased to not more than seven (7) Directors, or decreased to no less than one (1) Director. The number of Directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws.

## **ARTICLE VIII**

The officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Vice-President, a Secretary and a Treasurer and such other officers, agents and Directors, who shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By-Laws as determined by the Board of Directors. The name and addresses of the officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

**Teresa M. Cox**  
**Director**  
**1750 J & C Blvd. Unit 5**  
**Naples, FL 34109**

## **ARTICLE IX**

The Directors shall be elected by shareholders at their annual meeting, and the officers shall be elected by the Directors at their annual meeting, both of which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

## **ARTICLE X**

The street address of the initial registered office of this corporation is **1750 J & C Blvd. Unit 5, Naples, FL 34109** and the name of the initial registered agent of this corporation at that address is

**Richard A. Cox**

## **ARTICLE XI**

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE XII

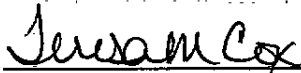
The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the Directors. The shareholders may amend, alter or repeal any by-law adopted by the Directors. The Directors may not alter, amend or repeal any by-law which would be in conflict with the By-Laws adopted by the shareholders.

## ARTICLE XIII

The name and address of the person signing these Articles of incorporation is:

**Teresa M. Cox**  
**1750 J & C Blvd. Unit 5**  
**Naples, FL 34109**

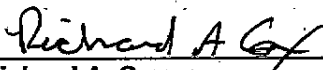
IN WITNESS WHEREOF, I have subscribed my name at Fort Myers, Florida, this 23rd day of September 1998.



**Teresa M. Cox, Incorporator**

### Acceptance of Designation as Registered Agent

I HEREBY ACCEPT appointment as registered agent of **Breakwater Real Estate, Inc.**, a Florida corporation, upon whom process, tax notice or demands may be served.



**Richard A. Cox**

DATED: 23rd day of September 1998

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