

P98000088022

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gerrero & Felts Real
Estate and Investments
Inc.

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*****78.75 *****78.75

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 14 AM 8:11

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98 OCT 14 PM 3:13

R. Purinton OCT 15 1998

98 OCT 14 AM 8:11

ARTICLES OF INCORPORATION of Gerrero & Felts Real Estate and Investments, Inc.

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

ARTICLE I NAME

The name of the corporation shall be Gerrero & Felts Real Estate and Investments, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2500 Del Prado Blvd., Cape Coral, FL 33904.

ARTICLE III CAPITAL STOCK

- A. The aggregate number of shares which the corporation shall have authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES, consisting of one class only designated as "common stock," with par value of \$1.00 per share.
- B. The Stock of the corporation shall be restricted as to transfer as follows, which restriction shall be imprinted upon the stock certificates issued by the corporation:

No stock of the corporation shall be transferred until such transfer has been proposed in writing to the Board of Directors of the corporation by written proposal filed with them stating the number of shares to be transferred, the price per share, and the name of the transferee. The Board of Directors shall within sixty (60) days after receipt of such proposal either consent to the transfer or furnish a purchaser for the shares at the same price. Failure of the Directors to act upon such a proposal within sixty days after receipt thereof shall be deemed to consent by them to the proposed transfer. No such proposed transfer shall be made until the aforesaid sixty (60) days have expired or the Board of Directors have consented thereto.

1. The Average Net Asset Value shall be based on books and records prepared by a licensed accountant and determined as follows:
- (A) If the offer to sell is proffered within the first three months of any fiscal year, the Average Net Asset Value shall be the Net Book Value of the outstanding and issued Capital Stock as reflect on the books and records of the corporation for the immediately preceding fiscal year.
- (B) If the offer to sell is proffered at any other time, the Average Net Asset Value shall be determined by calculating the Net Book Value of the outstanding and issued Capital Stock as reflected on the books and records of the corporation for each of six months immediately preceding the date of notice of offer to sell. The Average Net Asset Value shall be the average of said six monthly Net Book Values.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Robert D. Gerrero, and his address is

2500 Del Prado Blvd., Cape Coral, FL 33904, and the designated agent by his signature hereon, does hereby accept the appointment as registered agent pursuant to the provisions of Section 607.034, Florida Statutes.

ARTICLE V INCORPORATORS

The number of the directors constituting the initial Board of Directors of the corporation is two, and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws.

The names and street addresses of the incorporators to these Articles of Incorporation is(are) Robert D. Gerrero and Donald W. Felts, both at 2500 Del Prado Blvd., Cape Coral, FL 33904.

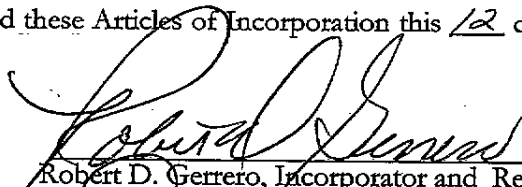
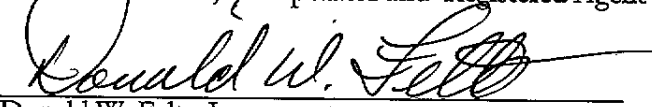
ARTICLE VI PERIOD OF EXISTENCE

The period of its existence is perpetual.

ARTICLE VII PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned has(have) executed these Articles of Incorporation this 12 day of October, 1998.

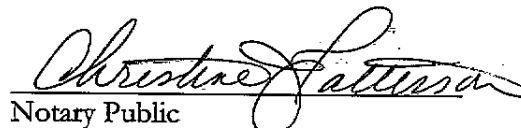

Robert D. Gerrero, Incorporator and Registered Agent

Donald W. Felts, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Robert D. Gerrero and Donald W. Felts, who are personally known to me or who have produced _____ as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 12 day of October, 1998.

My commission expires:


Notary Public

Printed Name: Christine J. Patterson



CHRISTINE J. PATTERSON
My Commission CC419302
Expires Nov. 07, 1998
Bonded by HAI
800-422-1555

98 OCT 14 AM 8:11

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