

P98000094762

November 5, 1998  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900002683459--3

-11/09/98--01004--010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Sundial Group Enterprises, Inc.

EFFECTIVE DATE

11-5-98

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 78.75.

FROM:

Edward F. Midgett  
Name

P. O. Box 151214  
Address

Cape Coral, Florida 33915  
City, State, & Zip

( 941 ) 772-0225  
Telephone Number

FILED  
98 NOV -9 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Sundial Group Enterprises, Inc.*

Edward Midgett GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Name  
DATE 11-9-98  
DOC. EXAM BR

EFFECTIVE DATE  
11-5-98

ARTICLES OF INCORPORATION

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Domestic Corporation under the laws of the State of Florida pursuant to the provisions of Section 607.164 Florida Statutes.

ARTICLE 1: NAME

The name of this corporation shall be:

Sundial Group Enterprises, Inc.

ARTICLE 11: ADDRESS

The initial post office address of the principal office of this Florida corporation is: 441 N. Del Prado Blvd.  
Suite #2  
Cape Coral, Florida 33909

ARTICLE 111: PURPOSE

The general nature of the business to be transacted by this corporation is:

Real Estate, Development, Mortgage Broker.

This corporation shall engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE 1V: CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

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ARTICLE V: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE VI: PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his/her 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. Every shareholder will also have the right of first refusal upon the offer for sale of existing shares of stock.

ARTICLE VII: DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation, unless sooner dissolved according to law.

ARTICLE VIII: DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but there shall never be less than one director nor more than five.

The name and address of the initial director

Edward F. Midgett  
441 N. Del Prado Blvd., Suite # 2  
Cape Coral, Florida 33909

ARTICLES 1X: AGENT

Pursuant to Section 607.034, Florida Statutes, the name and address of the initial Registered Agent of this

Corporation is: Edward F. Midgett  
441 N. Del Prado Blvd., Suite # 2  
Cape Coral, Florida 33909

ARTICLE X: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Edward F. Midgett  
441 N. Del Prado Blvd., Suite # 2  
Cape Coral, Florida 33909

ARTICLE XI: INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE XII: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation 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 stockholders' meetings 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.

IN WITNESS WHEREOF, the undersigned incorporator has  
executed these Articles of Incorporation on the 5th day of  
November, 1998.

Edward F. Midgett  
Edward F. Midgett

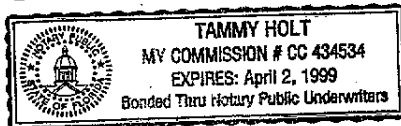
STATE of FLORIDA       )  
COUNTY of               )ss.:

I HEREBY CERTIFY, That on this day, before me, an  
officer duly authorized in the State and County  
aforesaid to take acknowledgments, personally appeared  
before me Edward F. Midgett

to me known to be the person described in and who, <sup>personally</sup>  
executed the foregoing Articles of Incorporation, and <sup>known</sup>  
acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and  
State last aforesaid this       day of

Tammy Holt  
Notary Public  
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:**

**FIRST THAT** Sundial Group Enterprises, Inc.  
(Name of Corporation)

**WITH ITS PLACE OF BUSINESS AT** 441 N. Del Prado Blvd., Cape Coral, FL 33909  
(Business Address, City and State)

**HAS NAMED** Edward F. Midgett  
(Name of Registered Agent)

**LOCATED AT** 441 N. Del Prado Blvd., Cape Coral, FL 33909  
(Street Address and Number Of Building,  
Post Office Box Addresses ARE NOT Acceptable)

**CITY OF** Cape Coral, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE  
(City)

**OF PROCESS WITHIN FLORIDA.**

**SIGNATURE** Edward F. Midgett  
(Corporate Officer)

**President** TITLE President

**DATE** Nov. 5th, 1998

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,  
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND  
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.**

**SIGNATURE** Edward F. Midgett  
(REGISTERED AGENT)

**DATE** Nov. 5th, 1998  
Edward F. Midgett

**BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA