

P98000106422

CAPITAL CONNECTION, INC.

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

Whispering Palms Corp

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

☒ Art of Inc. File Cert

☐ 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 R. Purinton DEC 21 1998

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98 DEC 23 PM 2:05
TALLAHASSEE, FLORIDA

Signature

Requested by: CD

Name

Date

Time

Walk-In

Will Pick Up

DEC 22 PM 12:09
CLERK OF COURT
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: WHISPERING PALMS CORP.
Ref. Number: W98000028614

We have received your document for WHISPERING PALMS CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 098A00060073

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 23 PM 2:05

WHISPERING PALMS of Southwest Florida Corp.

ARTICLE I. CORPORATE NAME

The name of this corporation is **WHISPERING PALMS** of Southwest Florida Corp.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 1507 S.E. 47th Terrace, Cape Coral, Florida 33904.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is **ONE THOUSAND SHARES (1,000)**, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are **MICHAEL SCHMID**, 1507 S.E. 47th Terrace, Cape Coral, Florida 33904.

ARTICLE V. DIRECTORS

The initial board of directors shall consist of two members. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
DR. GABRIELE HERHAUS	Vulpius Str. 95 D-81739 Munich Germany
WERNER BECK	Weissensteinweg 4 D-79837 St. Blasien Germany

ARTICLE VI. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation

are:

Name	Address
DR. GABRIELE HERHAUS	Vulpius Str. 95 D-81739 Munich Germany
WERNER BECK	Weissensteinweg 4 D-79837 St. Blasien Germany

The undersigned have executed these articles of incorporation on the 17th day of December, 1998.



DR. GABRIELE HERHAUS, Incorporator/
Director



WERNER BECK, Incorporator /
Director

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: WHISPERING PALMS of Southwest Florida Corp.
2. The name and address of the registered agent and office is:

MICHAEL SCHMID
1507 S.E. 47th Terrace
Cape Coral, FL 33904

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


MICHAEL SCHMID

Date: 12-17-98

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