



Prudential

Prudential Florida Realty

19353 US Highway 19 N, Suite 100, Clearwater FL 33764

P99000001337

Overnight Delivery

January 4, 1999

Divisions of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500002729935--8  
-01/05/99-01022-004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: *Articles of Incorporation*  
*SIGNATURE PROPERTIES, INC.*

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Signature Properties, Inc. and the Certificate of Designation and Acceptance of Registered Agent/Registered Office (2 sets).

I have enclosed a check in the amount of \$78.75 which represents the filing fee for the Articles of \$35, the Registered Agent Designation for \$35 and \$8.75 for the return of a certified copy.

Should you have any questions regarding the enclosed, please contact the undersigned at 727/538-5468 ext. 230.

Sincerely,

Elizabeth Klements  
Legal Administrator

/lk

enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -5 PM 1:51



Reply to:

☐ PO Box 6600, Clearwater FL 33758

☐ An independently owned and operated member of The Prudential Real Estate Affiliates, Inc.

1-6  
WS

ARTICLES OF INCORPORATION  
OF  
SIGNATURE PROPERTIES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -5 PM 1:51

The undersigned for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be Signature Properties, Inc.

ARTICLE II - PURPOSE AND POWERS

Section 1. The corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporation pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The principal office and mailing address of the Corporation shall be 19353 US Highway 19 North, Suite 100, Clearwater, Florida 33764.

ARTICLE V - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 19353 US Highway 19 North, Suite 100, Clearwater, Florida 33764.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be JILL FISHER POWERS.

ARTICLE VI - CAPITAL STOCK

The authorized capital stock of the Corporation shall be One Hundred (100) share of common stock, all of one class at One and No/100 Dollars (\$1.00) par value per share.

## ARTICLE VII - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one (1) Director, whose name and address are as follows:

<u>Name</u>	<u>Address</u>
Richard W. Cope	19353 US Highway 19 North, Suite 100 Clearwater, Florida 33764
Edwin C. Tooke	19353 US Highway 19 North, Suite 100 Clearwater, Florida 33764
Lewis A. Sticco	19353 US Highway 19 North, Suite 100 Clearwater, Florida 33764

## ARTICLES VIII - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend, or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

## ARTICLES IX - AMENDMENTS

Section 1. The power to amend these Articles of Incorporation may be exercised by the Board of Directors, without action of the shareholders, for matters specified by law that do not affect the substantive rights of the shareholders of the Corporation.

Section 2. The power to amend these Articles of Incorporation may be exercised by the Board of Directors, with action of the shareholder, as follows:

A. Shareholders, unless the Board of Directors determines that because of a conflict of interest or other personal circumstances it should make no recommendation and communicates the basis for its determination to the shareholders with the amendment.

B. The proposed amendments shall be submitted to the shareholder and shall be adopted and approved by the shareholder in accordance with the following:

1. The Proposed amendment shall be adopted at a meeting of the shareholder, where proper notice thereof has been sent to each shareholder, whether or not entitled to vote, which states that the purpose or one of the purposes of the meeting is to consider the proposed amendment and is accompanied by a copy or summary of the proposed

amendment, and where, at such meeting, such proposed amendment receives the affirmative vote of the holders of a majority of the shares entitled to vote thereon (or such greater or lesser number as is required or permitted by law) or;

2. The proposed amendment shall be adopted in an action taken by the shareholders without a meeting, without prior notice and without a vote, if the action is evidenced by one or more written consents describing the action taken, dated and signed by approving shareholders having the prerequisite number of votes to adopt the proposed amendment and delivered to the Corporation in accordance with applicable law.

Section 3. The power to amend these Articles of Incorporation may be exercised by the Shareholders, without an act of the Board of Directors, if there are 35 or fewer shareholders and the proposed amendment is approved by the shareholders in accordance with one of the procedures specified in paragraph B.1 or 2 of Section 2 above.

Section 4. If no shares have been issued, the power to amend these Articles of Incorporation may be exercised as provided by law by the Board of Directors or the incorporators.

#### ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
JILL FISHER POWERS	19353 US Highway 19 North, Suite 100 Clearwater, Florida 33764

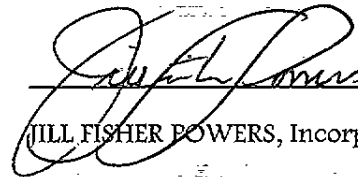
#### ARTICLE XI - ELECTIONS REGARDING

#### CERTAIN PROVISIONS OF THE FLORIDA STATUTES

Section 1. Pursuant to section 706.0901 of the Florida Statutes, unless certain conditions are satisfied or unless these Articles of Incorporation contain a provision expressly electing not to be governed by Section 607.0901, an affiliated transaction shall only be approved by an affirmative vote of the holders of two thirds (2/3) of the voting shares other than the shares beneficially owned by the interested shareholder. For purposes of this Corporation, Section 607.0901 of the Florida Statutes shall not apply.

Section 2. Pursuant to Section 607.0902 of the Florida Statutes, unless otherwise provided in these Articles of Incorporation or Bylaws of this Corporation before a control-share acquisition has occurred, in the event control shares acquired in a control-share acquisition are accorded full voting rights and the acquiring person has acquired control shares with a majority or more of all voting power, all shareholders of an issuing public corporation shall have dissenters' rights to receive the fair value of their shares as provided by law. For purposes of this Corporation, Section 607.0902 of the Florida Statutes shall not apply.

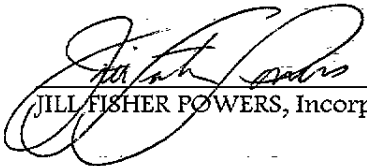
IN WITNESS WHEREOF, for purposes of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 4<sup>th</sup> day of January, 1999.

  
JILL FISHER POWERS, Incorporator

CERTIFICATE OF DESIGNATION AND ACCEPTANCE  
REGISTERED AGENT/REGISTERED OFFICE

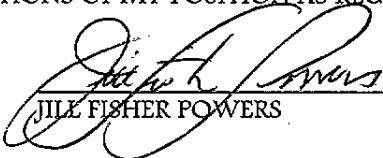
Pursuant to the provisions of section 607.05012 of the Florida Statutes, the following corporation organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the State of Florida and evidencing the registered agent's acceptance of that position.

1. The name of the Corporation is: SIGNATURE PROPERTIES, INC.
2. The name and address of the
3. registered agent and office are: JILL FISHER POWERS  
19353 us Highway 19 North, Suite 100  
Clearwater, Florida 33674

  
JILL FISHER POWERS, Incorporator

Dated this 4<sup>th</sup> day of January, 1999.

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.

  
JILL FISHER POWERS

Dated this 4<sup>th</sup> day of January, 1999.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -5 PM 1:51