

D99000003610

Dye, Deitrich et al.
Requestor's Name

P.O. Box 9480
Address

Bradenton, FL 34204
City/State/Zip

(850) 878-9966
Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Cortez Development, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 13 AM 11:10

FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input checked="" type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****87.50 *****87.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Call
Karen
when ready
878-9966

Examiner's Initials

ARTICLES OF INCORPORATION

FOR

CORTEZ DEVELOPMENT, INC.,
A FLORIDA FOR PROFIT CORPORATION

FILED
99 JAN 19 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is:

Cortez Development, Inc.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be:

c/o Eleanor T. Walmsley
10311 Spoonbill Road W.
Bradenton, Florida 34209

ARTICLE III

The purpose for which the Corporation is organized is to engage in any lawful business for which Corporations may be incorporated under the Florida Business Corporation Act, as that act now exists or may from time to time be amended.

ARTICLE IV

4.1 Amount of Stock: The Corporation is organized upon a stock-basis, and to that extent the total number of shares which the Corporation is authorized to issue is ten (10). In no event may the Corporation authorize the issuance of additional shares of stock if such issuance would result in shares of stock in the Corporation being held by more than seventy-five (75) persons.

4.2 Classes and Rights: All shares of the Corporation's stock shall be of one class and shall be known as shares of Common Stock. All shares shall have the same preferences, limitations and relative rights. All shares shall have the same rights to any distribution to be made. Each share of Common Stock shall be entitled to one vote for each share of Common

Stock standing in the shareholder's name on the books of the Corporation on each matter voted on at a shareholder's meeting. In proportion to the number of shares so held, holders of outstanding shares of Common Stock shall be entitled to receive the net assets of the Corporation upon dissolution.

4.3 Solvency: A distribution to shareholders may not be made if, after giving it effect, the Corporation would not be able to pay its debts as they become due in the usual course of business or the Corporation's total assets would be less than the sum of its total liabilities.

4.4 Record Ownership of Shares or Rights: The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

4.5 Preemptive Rights: Shareholders of the Corporation shall have preemptive rights.

4.5 Transfer of Stock: Shares of stock may not be transferred by a shareholder unless such transfer is first approved by an affirmative vote of a majority of the then elected and qualified directors of the Corporation. However, in no event may shares of stock be transferred if such transfer would result in shares of stock in the Corporation being held by more than seventy-five (75) persons.

ARTICLE V

The Corporation shall exist perpetually unless sooner dissolved as authorized by law.

ARTICLE VI

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

Eleanor Walmsley

10311 Spoonbill Road W.
Bradenton, Florida 34209

ARTICLE VII

All corporate powers shall be exercised by or under the control of, and the business of the Corporation shall be managed under the direction of, a Board of Directors consisting of not less than one (1) nor more than three (3) persons, in such manner as provided in the bylaws of the Corporation.

ARTICLE VIII

Officers, their powers and duties, and manner of their election shall be as prescribed and regulated in the bylaws of the Corporation.

ARTICLE IX

The bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation. The power to adopt, amend, alter, or repeal bylaws shall be vested in the Board of Directors unless otherwise provided in the bylaws. Bylaws may be adopted, amended, altered, or repealed by the directors of the Corporation at any regular or special business meeting called for that purpose, provided that written notice of said meeting and proposed change has been given by U.S. Mail to each member of the Board of Directors at his or her last known address no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to adopt, amend, alter, or repeal bylaws shall require an affirmative vote of a majority of the then elected and qualified directors of the Corporation present at such duly organized meeting. A majority for purposes of adopting, amending, altering, or repealing the bylaws shall be one-half (50%) plus one additional board member present at such duly organized meeting.

ARTICLE X

These Articles of Incorporation may be amended by the directors of the Corporation at any regular or special business meeting called for that purpose, provided that notice of the proposed amendment has been given by U.S. Mail to each member of

the Board of Directors at his or her last known address no more than sixty (60) nor less than ten (10) days prior to the meeting. Any action of the Board of Directors to amend the Articles of Incorporation shall require an affirmative vote of two-thirds (66%) of the then elected and qualified directors of the Corporation.

ARTICLE XI

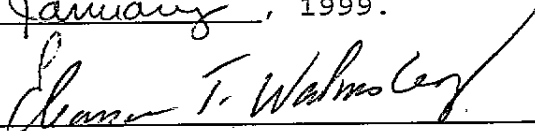
The street address of the initial registered office of the Corporation is:

10311 Spoonbill Road W.
Bradenton, Florida 34209

and the initial registered agent of this Corporation is:

Eleanor T. Walmsley

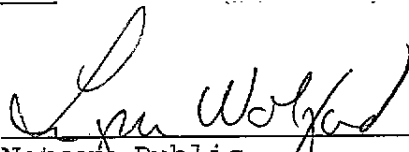
The undersigned incorporator has executed these Articles of Incorporation this 11th day of January, 1999.




Eleanor T. Walmsley

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 11th day of January, 1999, by Eleanor T. Walmsley as incorporator of Cortez Development, Inc., a for profit corporation, who is personally known to me or produced FD # W452-218-42-805-0 as identification and who ~~did~~/did not take an oath.



Notary Public
 Lynn Wolford
My Commission CC605914
Expires December 8, 2000

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE MENTIONED 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:

Cortez Development, Inc.

2. The name and address of the registered agent and office is:

Eleanor T. Walmsley
10311 Spoonbill Road W.
Bradenton, Florida 34209.

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.


Eleanor T. Walmsley

DATE: Jan 11, 1999

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99 JAN 13 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA