

• LAW OFFICES OF •

STEVEN P. RILEY

PA.

• STEVEN P. RILEY  
• COLLEEN K. O'ROURKE  
• KENNETH C. BECK

Date:

2/1/99

Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32301

P 99 0000 14452

Re: Articles of Incorporation for:

Newport Properties  
Corporation

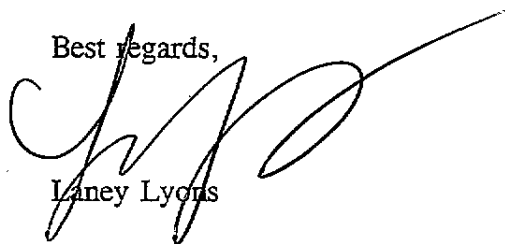
FILED  
99 FEB 11 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Clerk:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation and a copy, plus a check for the fee for filing same. Please send the copy and your paperwork back to us once this is filed.

If you have any questions, please do not hesitate to contact me.

Best regards,



Laney Lyons

/rgp  
Enclosures

100002764831--9  
-02/04/99-01068-008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

W-3158



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

February 8, 1999

**STEVEN P RILEY PA**  
**3333 HENDERSON BLVD STE 150**  
**TAMPA, FL 33609-2984**

**SUBJECT: NEWPORT PROEPRTIES CORPORATION**  
**Ref. Number: W99000003158**

**FILED**  
**99 FEB 11 AM 10:31**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

We have received your document for NEWPORT PROEPRTIES CORPORATION 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) 487-6904.

**Freida Chesser**  
Corporate Specialist

**Letter Number: 699A00005529**

**ARTICLES OF INCORPORATION  
OF  
TAMPA NEWPORT PROPERTIES CORPORATION**

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99 FEB 11 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation shall be Tampa Newport Properties Corporation.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 1,000 no par value shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy  
Of Which Is On File At This Corporation's Principal Office."

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be three (3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Linda M. Miller  
4409 Blantyre Drive  
Valrico, Florida 33594

Anthony J. Gonzalo  
4409 Blantyre Drive  
Valrico, Florida 33594

Robert M. Gonzalo  
4409 Blantyre Drive  
Valrico, Florida 33594

#### **ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

3333 Henderson Blvd., #150 Tampa  
Florida 33609-2984.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Steven P. Riley, Esquire.


#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

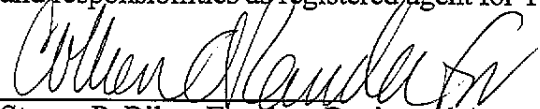
Steven P. Riley, Esquire  
3333 Henderson Blvd., #150  
Tampa, Florida 33609-2984.

#### ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Steven P. Riley, Esquire - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Tampa Newport Properties Corporation. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Tampa Newport Properties Corporation.

  
Steven P. Riley, Esquire - Registered Agent

State Of Florida  
County Of Hillsborough

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

On Feb. 12, 1999, Steven P. Riley, Esquire, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Tampa Newport Properties Corporation.

Notary Public

*Erika Zipfel*

(Notary Public - Printed Or Typed Name)



Erika Zipfel

My Commission CC799133

Expires December 23 2002

Commission Expiration Date & Commission Number:

(SEAL)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA