

99000017416

CAPITAL CONNECTION, INC.

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

Waterfront Realty of the
Keys, Inc.

200002784482--6

-02/23/99--01056--012

****105.00 *****70.00

EFFECTIVE DATE

02-24-99

RECEIVED

99 FEB 23 AM 11:36

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Second

Signature _____

Requested by: Cher

2-23

1053

Name

Date

Time

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ 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 _____

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CLERK OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 FEB 23 PM 3:49

R. Purinton FEB 23 1999

ARTICLES OF INCORPORATION
OF
WATERFRONT REALTY OF THE KEYS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 23 PM 3:49

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

EFFECTIVE DATE
02/24/99

The name of the corporation is **WATERFRONT REALTY OF THE KEYS, INC.**

ARTICLE II: EFFECTIVE DATE

The effective date of the corporation shall be February 24, 1999.

ARTICLE III: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 22966 Overseas Hwy., Cudjoe Key, FL 33042.

ARTICLE IV: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is fifty thousand (50,000) common shares having a par value of (\$1.00) per share.

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Carol G. Nelson, 701 Spanish Main Dr., #48, Cudjoe Key, FL 33042.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Carol G. Nelson, 701 Spanish Main Dr., #48, Cudjoe Key, FL 33042.

The undersigned has executed these Articles of Incorporation this 23rd day of February, 1999.

"Capital Connection, Inc. by Cheri Lyn Boucher, Client Representative"

Cheri Lyn Boucher

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
99 FEB 23 PM 3:49

Pursuant to the provisions of section 607.0501, 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: Waterfront Realty Of The Keys, Inc.
22966 Overseas Highway
Cudjoe Key, FL 33042

2. The name and street address of the registered agent and office is: CAROL G. NELSON

701 Spanish Main Dr, #48

Summerland Key, FL 33042

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.

Carol G. Nelson
CAROL G. NELSON

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF MONROE

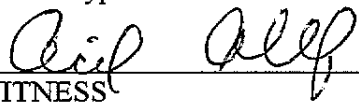
BEFORE ME, personally appeared ROBERT G. BRYAN a/k/a R.G. BRYAN, President of Waterfront Realty of the Keys, Inc., who was duly sworn and deposed and says:

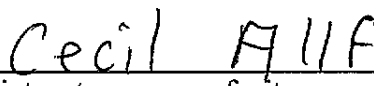
1. That he is the President of WATERFRONT REALTY OF THE KEYS, INC., a Florida corporation.
2. That WATERFRONT REALTY OF THE KEYS, INC., by Minutes of Action in Lieu of Joint Meeting of Directors, Officers and Shareholders of WATERFRONT REALTY OF THE KEYS, INC., dated February 20, 1999, approved dissolution of the Corporation due to the sale and/or pending sale of all assets of said Corporation.
3. That the President, pursuant to said Minutes of Action in Lieu of Joint Meeting, has executed, pursuant to applicable Florida law, Articles of Dissolution.
4. That pursuant to Section 607.1405(4) Florida Statutes, WATERFRONT REALTY OF THE KEYS, INC., does not intend to revoke the dissolution of said Corporation, and that said Corporation authorizes the immediate assumption and use of the Corporation's name "Waterfront Realty of the Keys, Inc.," by a new Corporation to be immediately formed and filed by the Buyer of Corporate assets, Carol G. Nelson, and the Corporation releases its Corporate name for the immediate assumption or use by said new Corporation to be formed by Carol G. Nelson.

FURTHER AFFIANT SAYETH NAUGHT.


WITNESS R. L. DEGENHART

Print or type name of witness


WITNESS


Print or type name of witness

WATERFRONT REALTY OF THE
KEYS, INC.

By: 
ROBERT G. BRYAN a/k/a
R.G. BRYAN, President


99 FEB 23 PM 3:49

FILED
CLERK OF DISTRICT COURT
MONROE COUNTY, FLORIDA

STATE OF Florida
COUNTY OF Monroe

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid, has sworn and personally appeared ROBERT G. BRYAN a/k/a R.G. BRYAN, President of WATERFRONT REALTY OF THE KEYS, INC., to me personally known to be the person described in and who executed the foregoing document or who produced (Personally known) as identification, and he affirmed before me that he executed the same for the purposes therein expressed, and that the foregoing is true and correct based on his personal knowledge and belief.

WITNESS my hand and official seal in the County and State aforesaid on this 20 day of February, 1999.


Notary Public, State of Florida

My Commission expires:

