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

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Signature Requested by: Name Walk-In	2-25-99 //- 20 Date Time Will Pick Up	Art of Inc. File	SECRETARY OF STATE OF CORPORATION 99 FEB 25 PM 2:45
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ARTICLES OF INCORPORATION

OF

OSBORNE PROPERTIES OF ISLAMORADA, INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is Osborne Properties of Islamorada, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue 100 shares all of one class, \$1.00 par value.

ARTICLE V

The address of the principal office of the corporation is:

81701 Old Highway Islamorada, Florida 33036

The mailing address of the corporation is:

P.O. Box 808 Islamorada, Florida 33036

ARTICLE VI

The address of its initial registered office and the name of its original registered agent at said

address is:

Mark H. Gregg 99101 Overseas Highway Key Largo, Florida 33037

ARTICLE VII

The initial board of directors shall consist of one director, whose name and address is

Robert Osborne P.O. Box 808 Islamorada, Florida 33036

ARTICLE VIII

The name and address of the incorporator is

Robert Osborne P.O. Box 808 Islamorada, Florida 33036

Preemptive Rights shall be as follows:

- 1. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.
- 2. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.
- 3. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.
- 4. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of

the corporation.

ARTICLE IX

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

Robert Osborne, Incorporator

Dated: February 23, 1999

STATE OF FLORIDA

COUNTY OF MONROE

personally known to me or who has produced <u>(personally traver)</u> as identification and is well known to be the person described in and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

My Commission Expires:



NOTARY PUBLIC STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to and in compliance with Sections 48.091 and 706.034, Florida Statutes:

Osborne Properties of Islamorada, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the Village of Islamorada, County of Monroe, State of Florida, has named Mark H. Gregg, County of Monroe, State of Florida, as its agent to accept service of process with the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Mark H. Gregg, Registered Agent

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