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May 7, 1999

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BUFFALO, NEW YORK
OSWEGO, NEW YORK
SARATOGA SPRINGS, NEW YORK
SYRACUSE, NEW YORK
OVERLAND PARK, KANSAS

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\*\*\*\*\*70.00 \*\*\*\*\*78.00

Via Certified Mail
Return Receipt Requested
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re:

Articles of Incorporation Terraco Stucco, Inc.

Dear Madam/Sir:

We represent Terraco Stucco, Inc., a corporation to be formed under the laws of the State of Florida. Pursuant to the Florida Business Corporation Act, enclosed please find Articles of Incorporation. Please file the Articles of Incorporation. We have enclosed a check in the amount of \$70.00 payable to the Florida Department of State to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles of Incorporation and all other documentation confirming and relating to this filing to our office. A copy of the Articles of Incorporation are enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

By:

William L. Owens

1999 MAY 10 PM 3: 2

WLO/sbf Enclosures

cc: client (w/o enc.)

# 1999 NAY 10 PN 3: 2

# ARTICLES OF INCORPORATION

### OF

# TERRACO STUCCO, INC.

### Article 1. Name

The name of the Corporation is:

Terraco Stucco, Inc.

### Article 2. Duration

The duration of the Corporation is perpetual.

### Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

### Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 1854 Trade Center Way, Suite 200, Naples, Florida 34109. The mailing address of the Corporation is 1854 Trade Center Way, Suite 200, Naples, Florida 34109.

### Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is at 1854 Trade Center Way, Suite 200, Naples, Florida 34109. The name of the initial registered agent at that address is Robert A. DiCicco.

### Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Class A Voting Common Stock, having a par value of \$1.00 per share. The authorized shares of stock are as follows:

Class A - 10,000 common, voting stock, \$1.00 par value

### Article 7. Initial Board of Directors

The initial board of directors shall consist of two (2) members. The names and addresses of the initial directors of the Corporation are:

Robert A. DiCicco

1854 Trade Center Way, Suite 200

Naples, Florida 34109

Christopher DiCicco

1854 Trade Center Way, Suite 200

Naples, Florida 34109

### Article 8. Incorporator

The name and address of the sole Incorporator is:

Robert A. DiCicco

1854 Trade Center Way, Suite 200

Naples, Florida 34109

### Article 9. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

### Article 10. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

In Witness Thereof, the undersigned has signed these Articles of Incorporation on this 3<sup>2</sup> day of May, 1999.

Robert A. DiCicco Sole Incorporator

STATE OF FLORIDA

COLLIER COUNTY

: ss.:

The foregoing instrument was acknowledged before me this 320 day of May, 1999 by ROBERT A. DICICCO, who is personally known to me (or who produced as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

Notary Publ

My Commission Expires:

Geraldine A. Dicieco
MY COMMISSION # CC502704 EXPIRES
October 17, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

### ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Terraco Stucco, Inc. which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED this Z<sup>C</sup> day of May, 1999.

Robert A. DiCicco Registered Agent