



THE UNITED STATES
CORPORATION
COMPANY

P9900043741

FILED

99 MAY 12 PM 1:59

ACCOUNT NO. : 072100000032

REFERENCE : 237752 7111253

AUTHORIZATION :

COST LIMIT : \$ ~~87.50~~ PPD

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 12, 1999

ORDER TIME : 1:26 PM

ORDER NO. : 237752-005

CUSTOMER NO: 7111253

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-05/12/99-01077-010
*****87.50 *****87.50

CUSTOMER: Sylvia E. Heldreth, Esq
SYLVIA E. HELDRETH, ESQ
SYLVIA E. HELDRETH, ESQ
804 S. E. 47th Terrace

Cape Coral, FL 33904

RECEIVED

99 MAY 12 PM 2:26

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ROSEWIND PROPERTY ~~LTD.~~, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

EXAMINER'S INITIALS:

7H 5/12/99
11156



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 12, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: ROSEWIND PROPERTY LTD, INC.
Ref. Number: W99000011156

We have received your document for ROSEWIND PROPERTY LTD, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please delete the abbreviation "LTD" or spell the word out.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 599A00026101

RESUBMIT
Please give original
submission date as file date

99 MAY 13 AM 9:52
DIVISION OF CORPORATIONS

LAW OFFICES OF
SYLVIA E. HELDRETH, P.A.

804 S.E. 47TH TERRACE
CAPE CORAL, FL 33904

CERTIFIED SPECIALIST - REAL ESTATE LAW
THE STATE BAR OF FLORIDA
BOARD OF LEGAL SPECIALIZATION

TELEPHONE (941) 542-8899
FACSIMILE (941) 542-2923
E-MAIL: HELDRETH1@AOL.COM

April 29, 1999

Dept. of State
Division of Corporations
409 E Gaines Street
Tallahassee, FL 32399

RE: ROSEWIND PROPERTY LTD, INC.

Dear Madam or Sir:

Enclosed you will find two copies of Articles of Incorporation for the above-referenced corporation together with a check in the amount of \$87.50 for filing fees. Please file this charter and obtain a certified copy for our client.

Please return the certified copy of the Articles of Incorporation and Certificate of Good Standing to us as soon as possible.

Kind regards,



Sylvia E. Heldreth

SEH/dkm

Enclosures
File #99-10136

ARTICLES OF INCORPORATION
OF
ROSEWIND PROPERTY, INC.

FILED

99 MAY 12 PM 2:00

The undersigned, acting as incorporators of a corporation under the laws of the State of Florida, and Florida Statutes, Chapter 607, hereby set forth and declare:

C H A R T E R

Article I

The name of the corporation shall be ROSEWIND PROPERTY, INC.

Article II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III

The aggregate number of shares which the corporation shall have authority to issue shall be 100 shares of \$1.00 par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. The shares of the Corporation shall not be divided into classes and the Corporation is not authorized to issue shares in series.

Article IV

The corporation shall commence business on filing with the Secretary of State, and it shall be perpetual until dissolved as provided by law.

Article V

The mailing address and the principal place for the transaction of its business shall be 4628 Santa Barbara Blvd., Cape Coral, Florida in the State of Florida 33914. The corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article VI

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors shall be established by the Shareholders at their annual meeting or any special meeting called for such purpose, unless the number is fixed by the Bylaws.

Article VII

The initial Board of Directors shall consist of three (3) members, who need not be residents of the State of Florida or shareholders of the Corporation. The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Sheldon Krupnick	Sam Niblett	Eleanor Otto
100 Ring Road W, Suite 209	278 Fuller Rd.	1009 Lucerne Pkwy
Garden City, NY 11530	Easton, ME 04740	Cape Coral, FL 33904

Article VIII

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a

Secretary and a Treasurer, and such other officers, agents and factors, chosen in such manner, holding their office for such term and having such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of the Board of Directors shall be:

Sheldon Krupnick, President
100 Ring Rd. W, Suite 209
Garden City, NY 11530

Sam Niblett, Treasurer
278 Fuller Rd.
Easton, ME 04740

Eleanor Otto, Secretary
1009 Lucerne Pkwy
Cape Coral, FL 33904

Article IX

The name and post office address of the incorporators and initial subscribers of this corporation, with the number of shares subscribed for, are as follows:

Sheldon Krupnick
100 Ring Road W, Suite 209
Garden City, NY 11530
33 1/3 Shares

Sam Niblett
278 Fuller Rd.
Easton, ME 04740
33 1/3 Shares

Eleanor Otto
1009 Lucerne Pkwy
Cape Coral, FL 33904
33 1/3 Shares

Article X

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article XI

The street address of the initial registered office of this corporation is 1009 Lucerne Parkway, Cape Coral, Florida 33904 and the

name of the initial registered agent of this corporation at that address is Eleanor Otto.

Article XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

Article XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or

arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall insure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XV

IN WITNESS WHEREOF, we the undersigned being each and all of the original subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby jointly and severally certifying that the facts therein stated are true, and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hands and seals effective this 10 day

of May 1999.


SHELDON KRUPNICK


SAM NIBLETT


ELEANOR OTTO

STATE OF NEW YORK
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 5th day of MAY, 1999 by Sheldon Krupnick, who is personally known to me or who has produced DRIVERS LICENSES identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.

Patricia Avalos
Print Name: Patricia Avalos
Notary Public

My commission expires:

PATRICIA AVALOS
Notary Public, State of New York
No. 01AV5072808
Qualified in Suffolk County
Commission Expires Feb. 10, 2001

STATE OF MAINE
COUNTY OF

The foregoing instrument was acknowledged before me this 7th day of May, 1999 by Sam Niblett, who is personally known to me or who has produced SAM NIBLETT as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.

Sherry D. Clark
Print Name: SHERRY D. CLARK
Notary Public MY COMMISSION EXPIRES
JANUARY 26, 2005

My commission expires:

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 3 day of May, 1999 by Eleanor Otto, who is personally known to me or who has produced _____ as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that she made and executed said certificate for the use and purposes therein expressed.

Sylvia E. Heldreth
Print Name: SYLVIA E. HELDRETH
Notary Public

My commission expires:



SYLVIA E. HELDRETH
My Commission CC521944
Expires Jan. 02, 2000

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First That ROSEWIND PROPERTY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named Eleanor Otto, located at 1009 Lucerne Parkway, Cape Coral, County of Lee, State of Florida, as its agent to accept service of process within this State. ==

ACKNOWLEDGEMENTS:

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

By:

Eleanor Otto

ELEANOR OTTO
Registered Agent

FILED
99 MAY 12 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA