

P99000048647

May 20, 1999

EFFECTIVE DATE

6-1-99

Roderick Hilgeman
176 Bayview Avenue
Naples, FL 34108

300002883719--4

-05/24/99-01064-012

*****70.00 *****70.00

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: Incorporation for Profit
Section 607.0120

Attached are the Articles of Incorporation for "E & R Real Estate, Inc.," to be recorded by the State of Florida. Please return a copy of these articles to Roderick Hilgeman, 176 Bayview Avenue, Naples, FL 34108. Attached is Check # 778 for Seventy Dollars for the filing and registration fees.

Questions relative to the corporation may be directed to Roderick Hilgeman, 176 Bayview Avenue, Naples, FL 34108 or mail to the address indicated.

Thank you,

Roderick Hilgeman

Roderick Hilgeman

Incls:

Articles of Incorporation

Check # 778

FILED
99 MAY 24 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CPB
52809
6
10/24

EFFECTIVE DATE
6-1-99

ARTICLES OF INCORPORATION
OF

E & R Real Estate, Inc.

The undersigned for the purpose of forming a corporation for profit under the provisions of Chapter 607.0202, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify, and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

E & R Real Estate, Inc.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual, and shall be deemed to have commenced its existence on June 1, 1999.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

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99 MAY 24 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - CAPITAL STOCK

The Aggregate number of shares which the corporation has authority to issue is One Hundred (100) all of which shall be common shares with a par value of \$ 1.00. The consideration for the issuance of shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or, in labor of services actually performed for the corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 176 Bayview Avenue, Naples, FL 34108 and the name of the initial registered agent is Roderick Hilgeman, 176 Bayview Avenue Naples, FL 34108.

ARTICLE VI - DIRECTORS

The corporation shall be authorized to conduct business with two directors (2); however, the maximum number of directors at any time shall not exceed ten (10) in number, and the beginning number of directors shall be two (2) in number, which number may be changed at any special or general meeting of the stockholders.

The names and addresses of the first board of directors are:

NAME	ADDRESS
Eric Morales	2541 James Road, Naples, FL 34114
Roderick Hilgeman	176 Bayview Avenue, Naples, FL 34108

ARTICLE VII - INCORPORATOR

The names and addresses of the Incorporators are:

NAME	ADDRESS
Eric Morales	2541 James Road, Naples, FL 34114
Roderick Hilgeman	176 Bayview Avenue, Naples, FL 34108

ARTICLE VIII - BYLAWS

The bylaws of the corporation are to be made, altered, or rescinded by a majority vote of the stockholders of the corporation at either an annual or special meeting that may be called pursuant to the bylaws of the corporation. At any such meeting, for the purpose of making, altering, or rescinding by laws, there must be approval of such action by fifty-one (51%) percent of the stock holders of the corporation.

In witness whereof, we have executed the foregoing Articles of Incorporation on the 20th day of May 1999.


Eric Morales


Roderick Hilgeman

APPOINTMENT OF INITIAL REGISTERED AGENT

E & R Real Estate, Inc., a corporation organizing under the laws of the State of Florida, with its principal place of business at 176 Bayview Avenue, Naples, FL 34108, has named Roderick Hilgeman, 176 Bayview Avenue, Naples, FL 34108, its initial registered agent to accept service of process within the State of Florida.

Dated 5-20-99


Eric Morales


Roderick Hilgeman

ACCEPTANCE

I agree, as Initial Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as is required by law.

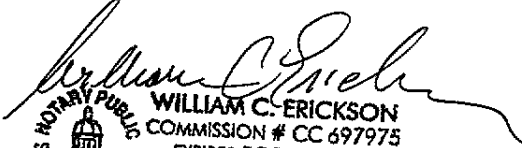
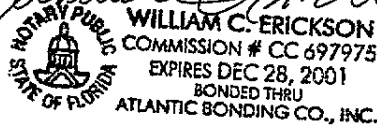

Roderick Hilgeman
Registered Agent

FILED
99 MAY 24 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Eric Morales, and Roderick Hilgeman, to me known to be the person described as Incorporators of and who executed the foregoing Articles of incorporation and acknowledged he executed the same for the purposes therein contained.

WITNESS MY HAND and Official Seal in the County and State last aforesaid the *20th* day of *MAY*, 1999.



WILLIAM C. ERICKSON
COMMISSION # CC 697975
EXPIRES DEC 28, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.