

TRANSMITTAL LETTER

P99000067565

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

EFFECTIVE DATE  
8-1-99

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUL 23 PM 2:32

FILED

SUBJECT: BlueWater Holdings, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Jeffrey L. Codella  
Name (Printed or typed)

4640 North Federal Highway  
Address

Lighthouse Point, Florida 33064  
City, State & Zip

Daytime Telephone number

900002940149--5  
-07/23/99--01062--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE  
8-1-99

**Articles of Incorporation  
of  
BlueWater Coastal Properties, Inc.**

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**Article I. Name**

The name of this corporation shall be **BlueWater Coastal Properties, Inc.**

**Article II. Principal Office**

The principal place of business and mailing address of this corporation shall be:

**4640 North Federal Highway  
Lighthouse Point, Florida 33064**

**Article III. Term**

This corporation shall exist in perpetuity.

**Article IV. Purpose**

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

**Article V. Shares**

**Section 5.01 Number**

The aggregate number of shares that the corporation shall have the authority to issue is one thousand shares of with a par value of One Dollar (\$1.00) per share.

**Section 5.02 Initial Issue**

One hundred shares of Capital Stock of the corporation shall be issued for cash at the value of one (\$1.00) Dollar per share.

**Section 5.03 Stated Capital**

The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

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**Section 5.04 Dividends**

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

**Section 5.05 Classes of Stock**

The shares of the corporation are not to be divided into classes.

**Section 5.06 Series**

The corporation is not authorized to issue shares in series.

**Article VI. Initial Registered Agent and Street Address**

The name of the initial registered agent and the initial street address in Florida of the initial registered office of the corporation shall be:

**Jeffrey L. Codella  
4640 North Federal Highway  
Lighthouse Point, Florida 33064**

**Article VII. Board of Directors**

The initial Board of Directors shall consist of one member. The Board of Directors need not be residents of the State of Florida or shareholders of the corporation. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the Shareholders, but the corporation shall never have less than one director.

The name and address of the initial Board of Directors who shall serve as Director(s) until the first annual meeting of shareholders, or until their successor(s) shall have been elected and qualified, is as follows:

**Jeffrey L. Codella  
4640 North Federal Highway  
Lighthouse Point, Florida 33064**

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of  
BlueWater Coastal Properties, Inc.**

**Article VIII. Incorporator**

The name and address of the initial incorporator is as follows:

**Jeffrey L. Codella  
4640 North Federal Highway  
Lighthouse Point, Florida 33064**

**Article IX. Shareholder Action**

An affirmative vote of three-fourths of the shares of the corporation shall be required for any shareholder action.

**Article X. Shareholder Powers**

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholder's meeting with not less than a majority vote of the common stock.

**Article XI. Preemptive Rights**

The holder's of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued.

**Article XII. Shareholder Voting**

The Shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than twenty-four hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

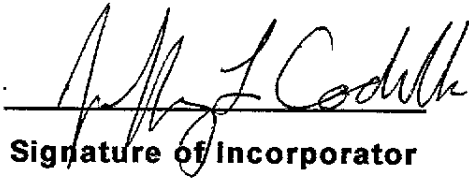
**Article XIII. Effective Date**

The effective date of Incorporation shall be August 01, 1999.

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**Article XIV. Indemnification**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

  
\_\_\_\_\_  
**Signature of Incorporator**  
**Jeffrey L. Codella**

7/27/99  
\_\_\_\_\_  
**Date**

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.

  
\_\_\_\_\_  
**Signature of Registered Agent**  
**Jeffrey L. Codella**

7/27/99  
\_\_\_\_\_  
**Date**

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