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C T Corporation System

Requestor's Name

660 East Jefferson Street

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Tallahassee, FL 32301 (850) 222-1092

City

State

Zip

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CORPORATION(S) NAME

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B.F. Ft. Myers II, Inc.

☒ Profit - Articles

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of P.A.

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THANK YOU ! CONNIE BRYAN

**ARTICLES OF INCORPORATION
OF
B.F. FT. MYERS II, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt Articles of Incorporation as follows:

ARTICLE I

The name of the corporation is and shall be "**B.F. Ft. Myers II, Inc.,**" and the address of the principal place of business is and shall be **1342 Colonial Blvd., Suite G54, Ft. Myers, FL 33907.**

ARTICLE II

The purpose and function of this corporation shall be to carry on any lawful business whatsoever, or which may directly or indirectly promote the interests of the corporation, and to do all things which shall at anytime appear conducive to or expedient for the benefit or protection of this corporation, and to conduct any such business as allowed under the corporate laws of the State of Florida.

The foregoing clauses shall be construed both as to objects and powers as not exclusive, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The address of the registered office of the corporation shall be **1200 S. Pine Island Road, Plantation, FL 33324**, and the name of the agent at such office upon whom service of process can be served shall be **CT Corporation System**.

ARTICLE V

The capitalization of the corporation shall be as follows: the total number of authorized shares of common stock shall be one thousand (1000) shares that shall have no par value. Each share of common stock shall have one (1) vote.

ARTICLE VI

There is one class of stock, which is called common stock.

ARTICLE VII

The Board of Directors shall originally consist of **Ulysses L. Bridgeman, Jr.**, who shall serve until his respective successor is elected and qualified.

ARTICLE VIII

The corporation shall begin business as soon as practical after these Articles of Incorporation are filed and recorded in the Office of the Secretary of State of Florida.

ARTICLE IX

The private property of the shareholders shall not be subject to the payment of debts of the corporation in any manner whatsoever.

ARTICLE X

Except as may be otherwise provided by the Bylaws of the corporation, no contract or other transaction between this corporation and any other firm or corporation shall be affected or invalidated by reason of the fact that any director, or officer of this corporation is interested in, or is a member, stockholder, director or officer of such other firm or corporation; any director or officer of this corporation, individually or jointly with one or more other directors or officers of this corporation may be a party to, or may be interested in any contract or transaction of this corporation or in which this corporation is interested, and no such contract or transaction shall be affected or invalidated thereby.


ARTICLE XI

The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal,

administrative, or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually or reasonably incurred by him in connection with such action, suit, or proceeding if he acted in good faith and in a manner reasonably believed to be in and not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful. The right to indemnification herein provided shall not be exclusive of any other rights to which such director or officer may be lawfully entitled.

ARTICLE XII

Any action, except the election of directors, required or permitted under Florida law, to be taken at a shareholders' meeting may be taken without a meeting and without prior notice, except as otherwise provided under Florida law, if the action is taken by shareholders entitled to vote on the action representing not less than eighty percent (80%) of the votes entitled to be cast.


Thomas W. Ice, Jr.
INCORPORATOR
2500 Brown & Williamson Tower
Louisville, KY 40202

Jane Dennis
NOTARY PUBLIC

By: Connie Boye
Printed: _____
Title: _____

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TALLAHASSEE, FLORIDA