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TRANSMITTAL LETTER

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01 JAN 18 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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*****78.75 *****78.75

SUBJECT: SAND DOLLAR REALTY OF ORLANDO, 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: ROB ARNOLD
Name (Printed or typed)

931 N. STATE ROAD 434, #202
Address

ALTAMONTE SPRINGS, FL 32714
City, State & Zip

407-389-7318
Daytime Telephone number

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR SAND DOLLAR REALTY OF ORLANDO, INC.

The undersigned incorporators, who are authorized representatives of Sand Dollar Realty of Orlando, Inc., a Florida Corporation, under the Florida Business Corporation Act (Section 607 of the Florida Statutes) hereby adopt the following articles of incorporation, hereinafter "Articles."

ARTICLE I – NAME:

The name of the corporation is: **Sand Dollar Realty of Orlando, Inc.**, hereinafter "The Corporation."

ARTICLE II – ADDRESS:

The mailing address of the "Principal Office" of the Corporation is: **931 N. State Road 434 #202, Altamonte Springs, FL 32714.** The street address and principal place of business for the "Principal Office" of the Corporation is: 645 Peachwood Drive, Suite D, Altamonte Springs, FL 32714.

ARTICLE III – PURPOSE:

The Corporation is hereby authorized to be involved in any legal business activity or purpose permissible under the laws of the State of Florida and the United States of America.

ARTICLE IV – CAPITAL STOCK:

The Corporation shall have the authority to issue one million (1,000,000) shares of voting common stock. The owners of said shares of stock shall hereinafter be known as "Shareholders."

ARTICLE V – INITIAL BOARD OF DIRECTORS:

The initial Board of Directors, hereinafter "Directors," shall consist of one member whose name and address is as follows: G. Robert Arnold, Jr., 931 N. State Road 434 #202, Altamonte Springs, FL 32714. Directors shall appoint "Officers" who will be in charge of managing the day-to-day affairs of the Corporation and who will be held accountable by the Directors. Conditions for the election of Directors shall be set forth in the Bylaws of the Corporation.

ARTICLE VI – REGISTERED AGENT:

A. **G. Robert Arnold, Jr.** is hereby designated as the "Registered Agent" for the Corporation. The Registered Agent's mailing address is **931 N. State Road 434 #202, Altamonte Springs, FL 32714** and his street address is 645 Peachwood Drive, Suite D, Altamonte Springs, FL 32714.

B. Upon the death, incapacity, or resignation of the Registered Agent, the Directors shall take a Vote as soon as reasonably possible to appoint a replacement Registered Agent. At any time deemed appropriate by the Directors, a Vote may be taken to change the Registered Agent of the Corporation. Any replacement of the Registered Agent of the Corporation shall be filed with the Secretary of State of the State of Florida, if required by law.

ARTICLE VII – INCORPORATORS:

The "Incorporator" of the Corporation is **G. Robert Arnold, Jr., not personally, but solely as trustee of the "Arnold Holding and Residuary Trust" dated December 6, 1997, as amended** whose mailing address is **931 N. State Road 434 #202, Altamonte Springs, FL 32714.**

ARTICLE VIII – PRE-EMPTIVE RIGHTS:

Each Shareholder of the Corporation shall have the first right to purchase shares of any class, kind or series of stock in the Corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of notice from the Corporation.

ARTICLE IX – CUMULATIVE VOTING:

In any election of Directors by the Shareholders of the voting common stock, each Shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as the number of Directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he sees fit, provided however, that notice shall be given by any Shareholder to the President or a Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of Directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the Corporation.

ARTICLE X – MISCELLANEOUS:

A. The Corporation may adopt other rules, procedures, or policies affecting the Corporation covering any topic or matter not specifically set forth in these Articles as long as they do not violate any of the terms and conditions of these Articles or any amendments thereto. Bylaws of the Corporation shall be adopted and Officers appointed within sixty (60) days from when these Articles go into effect.

B. Any portion of these Articles found to be illegal shall be considered null and void, just as if it had never appeared in these Articles, and it shall not affect the validity of any other item in these Articles.

C. Plural references made to the Officers, Directors, Shareholders, or other portions of these Articles may be singular and singular references may be plural. Any references to a particular gender apply to all genders.

D. The terms and conditions of these Articles shall be construed under the laws of the State of Florida.

E. Time is of the essence under these Articles. These Articles shall go into effect at the date and time they are properly filed with the Secretary of State of the State of Florida.

F. The Shareholders entitled to vote are hereby granted the right to change, amend, alter, or modify these Articles in whole or in part or to dissolve the Corporation. Any changes mentioned previously must be approved by a majority of the Shareholders at a meeting in accordance with the Bylaws of the Corporation.

In Witness Whereof, the Incorporators of Sand Dollar Realty of Orlando, Inc. have hereby set their hand and seal to these Articles of Incorporation dated this 16TH day of January, 2001.

Incorporator – **"The Arnold Holding & Residuary Trust", G. Robert Arnold, Jr., trustee**

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Registered Agent – **G. Robert Arnold, Jr.**

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