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(Requestor's Name)

(Address)

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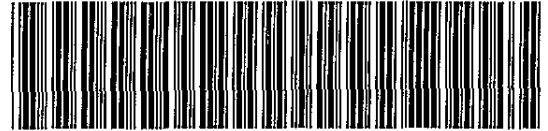
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LAW OFFICES

*Stephen N. Rosenthal*

SUITE 1040 CITY NATIONAL BANK BUILDING  
25 WEST FLAGLER STREET

*Miami, Florida 33130*

TELEPHONE (305) 379-1452  
"FAX" (305) 358-8020

June 18, 2003

Corporate Records Bureau  
Division of Corporations  
Dept. of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Incorporation of: CHRISTIAN-FRANCIS, INC.

To Whom It May Concern:

In connection with the above-captioned matter, enclosed please find fully executed original and copy of Articles of Incorporation, together with my check made payable to your order in the sum of \$78.75 representing the cost of filing these Articles.

After the Articles have been filed, please forward certified copy of same directly to the undersigned, together with your Certificate acknowledging the filing of this document.

Thank you for your courtesy and cooperation.

Very truly yours,

  
STEPHEN N. ROSENTHAL

SNR:laa

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CHRISTIAN-FRANCIS, INC.  
\*\*\*\*\*

THE UNDERSIGNED do hereby associate ourselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

CHRISTIAN-FRANCIS, INC.

ARTICLE II - PURPOSE

A. To carry on and engage in the business of managing, leasing, renting, buying, selling, constructing and development of real property together with all acts necessary and/or related thereto.

B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit:

One Hundred (100) Shares of Common Stock having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the by-laws; any organizational minutes; any minutes

or regular and/or special meetings; any shareholders agreements; and these Articles of Incorporation or any amendments thereto of the Corporation and the laws of the State of Florida.

**ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation shall be:

2753 Chapparral Drive  
Melbourne, Florida 32934

**ARTICLE VII - REGISTERED AGENT AND OFFICE**

The Registered Agent for the Corporation shall be PAUL OKOMO, and the Registered Office shall be located at: 2753 Chapparral Drive, Melbourne, Florida 32934, or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

**ARTICLE VIII - OFFICERS AND MANAGEMENT**

The affairs of the Corporation shall be managed by its officer and/or officers, subject however to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the by-laws; any organizational minutes; any minutes of regular and/or special meetings; any shareholder agreements; any resolutions; these Articles of Incorporation and/or any amendments thereto. In

addition the shareholders shall have the authority to exercise control in accordance with applicable law and with respect to the amounts of voting shares which they have in and to this corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
PAUL OKOMO	President/Treasurer	2753 Chapparal Dr. Melbourne, Fl. 32934
LAWRENCE RUMBIKA	Vice President	2753 Chapparal Dr. Melbourne, Fl. 32924
JANE OTADO	Secretary	2753 Chapparal Dr. Melbourne, Fl. 32924

#### ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of One (1), but not more than five (5) persons.

#### ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

NAME ADDRESS

PAUL OKOMO 2753 Chapparal Dr.  
Melbourne, Fl. 32934

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
PAUL OKOMO	2753 Chapparal Dr. Melbourne, Fl. 32934	6	\$ 60.00

ARTICLE XII - SHAREHOLDERS

<u>NAME</u>	<u>ADDRESS</u>	<u>COMMON STOCK HELD</u>
PAUL OKOMO	2753 Chapparal Dr. Melbourne, Fl. 32934	6 shares
JANE OTADO		4 shares
LAWRENCE RUMBIKA		90 shares (non-voting)

ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the common stock of the Corporation, having voting rights.

ARTICLE XIV - BY-LAWS

The original By-Laws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at

a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the by-laws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the by-laws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the by-laws and as may be provided under the laws of the State of Florida. That in addition thereto and unless otherwise set forth within and/or by appropriate corporate resolutions; any amended Articles of Incorporation; any minutes of regular and/or special meetings; and/or any shareholder agreements, no resolution of this corporation shall carry and/or pass unless authorized by ninety-seven (97%) percent vote of the issued voting stock. Further, no shareholder as set forth herein shall be able or entitled to pledge, hypothecate, assign, transfer or encumber any of the stock as issued herein whether same is designated as voting stock or non-voting stock, and any such act shall be deemed void.

**ARTICLE XV - DEATH OR INCAPACITY OF SHAREHOLDER**

That in the event of the death or incapacity of any shareholder, the corporation shall have the right of first refusal to acquire and/or purchase the shares held by such individual, and that same shall not pass pursuant to the Estate or the establishment of any Guardianship, Trustee or Curator. The amount to be paid for any such stock shall be agreed upon and set forth by separate instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 16 day of May, 2003.

*Paul Okomo* (SEAL)  
PAUL OKOMO

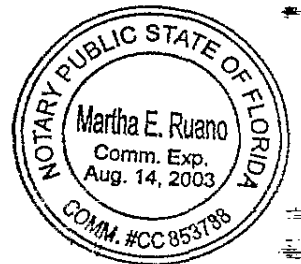
*Florida  
Driver  
License*

STATE OF FLORIDA )  
                          ) .SS  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 16 day of May, 2003, by PAUL OKOMO, who is personally known to me and have produced her driver's license as identification and who did (did not) take an oath.

*Martha E. Ruano*  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:  
*Aug 14, 2003*



**CERTIFICATE ACCEPTING DESIGNATION  
AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of CHRISTIAN-FRANCIS, INC. and agree to serve as its Registered Agent, to accept service of process within the State as its Registered Office located at: 2753 Chapparral Dr., Melbourne, Florida 32934.

*Paul Okomo*  
PAUL OKOMO Registered  
Agent

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