



## **Memorandum**

To: DIVISIONS OF CORPORATIONS

From: General Realty of Florida, Inc.

Date: 11/06/2004

Subject: Articles of Incorporation

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Attached to this memorandum are two copies of the Articles of Incorporation for General Realty of Florida, Inc. and a check in the amount of \$87.50. Please file one copy with your agency and return a certified file-stamped copy with certificate of status to me in the enclosed stamped, self-addressed envelope. Thank you very much for your cooperation.



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

November 9, 2004

K. SCOTT PIEL  
1719 HUGHEY STREET  
KISSIMMEE, FL 34741

SUBJECT: GENERAL REALTY OF FLORIDA, INC.  
Ref. Number: W04000041221

We have received your document for GENERAL REALTY OF FLORIDA, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is 494189.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 704A00064156

**Articles of Incorporation  
for General Realty of Florida Investment Company**

*In compliance with Chapter 607 and/or Chapter 621, F.S. (Prohibit)*

**Article 1**

- 1.1. The name of this corporation is General Realty of Florida Investment Company

**Article 2**

- 2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Corporations Code.

**Article 3**

- 3.1 The company defines its Common Stock as follows
- 3.1.1 The company authorizes the issuance of up to fifty million (50,000,000) Common Shares.
  - 3.1.2 The par value of Common Stock is set at \$0.01 per share.
  - 3.1.3 Each share of Common Stock issued and outstanding shall have one vote.
- 3.2 The company defines its Series A Preferred Stock as follows
- 3.2.1 The company authorizes the issuance of up to five million (5,000,000) Series A Preferred Shares.
  - 3.2.2 The par value of Series A Preferred Stock is set at \$0.01 per share.
  - 3.2.3 Each Series A Preferred Share issued and outstanding shall have voting rights equal to the voting rights of a single Common Share multiplied by the number of Common Shares authorized divided by the number of Series A Preferred Shares authorized multiplied by fifty (50).
  - 3.2.4 Each Series A Preferred Share shall be convertible into Common Stock of the company, upon written demand at the shareholder's sole discretion, at a rate defined as the number of Common Shares authorized divided by the number of Series A Preferred Shares authorized multiplied by fifteen (15).
  - 3.2.5 The company shall reserve a sufficient number of Common Shares on its ledger at all times to satisfy the potential conversion of each and every Series A Preferred Share issued and outstanding.
- 3.3 The company defines its Series B Preferred Stock as follows
- 3.3.1 The company authorizes the issuance of up to five million (5,000,000) Series B Preferred Shares.
  - 3.3.2 The par value of Series B Preferred Stock is set at \$0.01 per share.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

