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05/31/2006 15:42 561-832-57 LESLIE R EVANS PAGE 01/

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Florida Department of State

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((FH06000146713 3)))

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : LESLIE ROBERT EVANS & ASSOCIATES, P.A.  
Account Number : 105260003565  
Phone : (561)832-8288  
Fax Number : (561)832-5722

FLORIDA PROFIT/NON PROFIT CORPORATION

PHD REALTORS, INC.

Certificate of Status	0
Certified Copy	0

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**ARTICLES OF INCORPORATION  
OF  
PHD REALTORS, INC., a Florida corporation**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**FILED**  
MAY 31 A 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME:** The name of the corporation shall be:

**PHD REALTORS, INC.**

**ARTICLE II**

**COMMENCEMENT OF EXISTENCE:** The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

**PURPOSE:** The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

**CAPITAL STOCK:** The maximum number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of the common stock with a par value of \$.01 per share, which shall be the only class of shares.

**ARTICLE V**

**PRE-EMPTIVE RIGHTS:** Every shareholder upon the sale of cash of any new stock of this corporation of the same kind or class of service as that which he already holds, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**

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INITIAL REGISTERED OFFICE AND AGENT: The initial registered agent and street address of the initial registered office of the corporation shall be:

Adnan Kabbara  
1592 Blue Jay Circle  
Weston, Florida 33327

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: This Corporation shall have two (2) directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Adnan Kabbara, President/Director  
Timothy P. Smith, Director  
1592 Blue Jay Circle  
Weston, Florida 33327

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VIII

INCORPORATOR: The name and address of the incorporator of the corporation is:

David I. Brodt, Esquire  
214 Brazilian Avenue, Suite 200  
Palm Beach, FL 33480

ARTICLE IX

INDEMNIFICATION: The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

MAILING ADDRESS: The mailing address of the corporation shall be:

1592 Blue Jay Circle  
Weston, Florida 33327

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**ARTICLE XI**

**SUB-CHAPTER S CORPORATION:** This Corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.


Executed at Palm Beach, Florida this 25 day of May, 2006.

  
\_\_\_\_\_  
Adnan Kabbara

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of PHD REALTORS, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 25 day of MAY, 2006.

  
\_\_\_\_\_  
Adnan Kabbara

**PLEASE SEE ATTACHED AMENDMENT CONCERNING  
NAME CHANGE OF ORIGINAL LLC.**



May 31, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PHD DECO II, LLCC  
1592 BLUE JAY CIR.  
WESTON, FL 33327

Re: Document Number L06000030075

The Articles of Amendment to the Articles of Organization for PHD REALTORS, LLC which changed its name to PHD DECO II, LLCC, a Florida limited liability company, was filed on May 30, 2006.

This document was electronically received and filed under FAX audit number H0600014S942.

Should you have any questions regarding this matter, please telephone (850) 245-6051, the Registration Section.

Agnes Lunt  
Document Specialist  
Division of Corporations

Letter Number: 906A00037739

P.O BOX 6327 - Tallahassee, Florida 32314