**2**001/004

Page 1 of 1

# Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet** 

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000271663 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name

: FOWLER WHITE BURNETT P.A.

Account Number : 071250001512

Phone

(305) 789-9200 : (305)789-9201

Fax Number

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: jfriedhoff@fowler-white.com

## FLORIDA PROFIT/NON PROFIT CORPORATION SANTO EXPEDITO REAL ESTATE INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

THE LAND TA SAM 11/15/2011

Audit No. H11000271663 3

## ARTICLES OF INCORPORATION

### OF

### SANTO EXPEDITO REAL ESTATE INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

#### ARTICLE 1

#### Name

The name of the corporation is: SANTO EXPEDITO REAL ESTATE INC.

#### ARTICLE II

### <u>Purpose</u>

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

### ARTICLE III

#### **Authorized Capital**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share.

### ARTICLE IV

### Existence

The existence of the corporation shall be perpetual. Corporate existence shall commence upon filing of these Articles of Incorporation by the Department of State.

#### ARTICLE V

### <u>Address</u>

The principal office and mailing address of the corporation is:

1395 Brickell Avenue, 14<sup>th</sup> Floor-JHF Miami, Florida 33131



Audit No. II11000271663 3

#### ARTICLE VI

### Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 1395 Brickell Avenue, 14<sup>th</sup> Floor, Miami, Florida 33131, and the initial registered agent of the corporation at that address is John H. Friedhoff.

#### ARTICLE VII

### Indemnification

- (a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.
- (b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an 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.
- (c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

### ARTICLE VIII

#### Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>

<u>Address</u>

John II. Friedhoff

1395 Brickell Avenue, 14<sup>th</sup> Floor Miami, Florid 33131

Audit No. H11000271663 3

Audit No. H 11000271663 3

### ARTICLE IX

### Board of Directors

There shall be no initial Board of Directors. Until a Board of Directors is elected and shares are issued, the incorporator shall have all the rights and powers of a shareholder, including, without limitation, the power to elect a Board of Directors. The Board of Directors shall be elected as soon as convenient after filing these Articles.

### ARTICLE X

### **Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, this // day of November, 2011.

John Africahoff

Incorporator

### ACCEPTANCE OF APPOINTMENT

#### ΛS

#### REGISTERED AGENT

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

John I.J. Fredhoff

Registered Agent

W:\76134\ARTINC61-JDR.docx