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CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Shafer Real Estate
Group, Inc

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 FEB 17 PM 1:31

- Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark ~~02/17/99~~ 200002777882-6 01028-030
- ___ Merger File ****157.50 ****78.75
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

99 FEB 17 AM 10:58
DIVISION OF CORPORATIONS
Two Filings

Signature _____
Requested by: CS
Name _____ Date 2/17 Time 10:03
Walk-In _____ Will Pick Up _____

B. Purinton FEB 17 1999

ARTICLES OF INCORPORATION
OF
SHAFER REAL ESTATE GROUP, INC.

ARTICLE I
NAME

The name of this corporation is **SHAFER REAL ESTATE GROUP, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III
PURPOSE

This corporation is organized for the following purposes:

- A. To transact any and all lawful business.
- B. To do all and everything necessary and proper for the accomplishment of any of the purposes of the corporation or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, individuals or entities, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objectives of this corporation.
- C. The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE IV
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

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**ARTICLE V
CAPITAL STOCK**

A. The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated as "common shares."

B. Except as otherwise provided by law or in the Bylaws of the corporation, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI
ADDRESS**

The initial street address of the principal and registered office of this corporation is 920 Delaney Avenue, Suite B, Orlando, Florida 32801, and the name of the initial registered agent of this corporation is Paul Raymond Shafer II. The Board of Directors may from time to time move the principal registered office to any other address in Florida or change the corporation's registered agent.

**ARTICLE VII
DIRECTORS**

The business and affairs of the corporation shall be managed by a Board of Directors consisting of not less than one person. The number of directors may be increased or diminished from time to time by the bylaws.

**ARTICLE VIII
INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Paul Raymond Shafer II	Mary Louise Shafer
920 Delaney Avenue, Suite B	920 Delaney Avenue, Suite B
Orlando, Florida 32801	Orlando, Florida 32801

**ARTICLE IX
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

Paul Raymond Shafer II
920 Delaney Avenue, Suite B
Orlando, Florida 32801

**ARTICLE X
OFFICERS**

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents of the corporation as the Board may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation and the bylaws of the corporation and the laws of the State of Florida as such Board may deem advisable for the conduct and operation of the business of the corporation. The following persons shall be officers of the Corporation until the first meeting of the Board of Directors:

Paul Raymond Shafer II -	President
Mary Louise Shafer -	Secretary

**ARTICLE XI
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

**ARTICLE XII
MEETINGS**

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

**ARTICLE XIII
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. All amendments shall be either proposed by the Board of Directors or the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Shareholders are subject to this reservation.

IN WITNESS WHEREOF, I have hereunto executed my hand and seal at Orlando, Florida, these Articles of Incorporation this 9th day of December, 1998.



Paul Raymond Shafer II, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9th day of Dec.,
1998, by Paul Raymond Shafer II, who is personally known to me or who produced _____
as identification.



MAURICE SHAMS
MY COMMISSION # CC460034 EXPIRES
August 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Maurice Shams

Notary Public, State of Florida

Print Name: Maurice Shams

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN SUCH 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.

Paul Raymond Shafer II

Paul Raymond Shafer II
Registered Agent

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