

H. R. DECKER
P.O. Box 151046
Altamonte Springs, Florida 32715

Phone (407) 774-0660
Fax (407) 774-0660

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March 3, 1999

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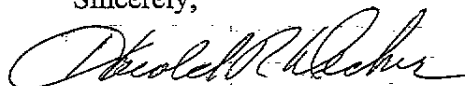
State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Please find enclosed for filing, the original and one copy each of the Articles of Incorporation of HAL-DEK PROPERTIES, INC. and Certificate designating Harold R. Decker as Resident Agent, together with a check in the amount of \$78.75 to cover the filing fee.

Your attention to this matter is appreciated.

Sincerely,


Harold R. Decker

MAR 15 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



ARTICLES OF INCORPORATION
OF
HAL-DEK PROPERTIES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THIS IS TO CERTIFY that the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of Florida, Part I, Chapter 608, and as is hereafter amended, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the Corporation is HAL-DEK PROPERTIES, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

The number of shares of stock of the Corporation authorized to be issued shall be 1000 shares of common stock. The par value of the common stock shall be one dollar per share.

ARTICLE IV

The amount of capitol, in lawful money of the United States, or its equivalent, with which this corporation shall begin business, shall not be less than ONE THOUSAND DOLLARS.

ARTICLE V

This Corporation shall have perpetual existence unless sooner dissolved, according to law.

ARTICLE VI

The principal place of business and principal office of this corporation shall be at 959 Explorer Cove, Altamonte Springs, Florida, with its mailing address at Post Office Box 150236, Altamonte Springs, Florida, 32715 or at such other place or places as may from time to time be designated.

ARTICLE VII

The Board of Directors of this corporation, shall not be less than three (3), nor more than seven (7), to be fixed from time to time in accordance with the By-Laws of the corporation.

ARTICLE VIII

The names and street addresses of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of the corporation, and Chapter 608, of the Florida Statutes, shall hold office during the first year of the corporation's existence, or until their successors are elected and have qualified, shall be:

<u>Name</u>	<u>Address</u>
Peggy D. Decker	513 Spring Valley Road Altamonte Springs, Florida 32701
Harold R. Decker	513 Spring Valley Road Altamonte Springs, Florida 32701
Frank G. Morrone	1448 Spaulding Road Winter Springs, Florida 32708

ARTICLE VIII

The business of this corporation shall be conducted by a Board of Directors and by the following officers: A President, one or more Vice Presidents, a Secretary, a Treasurer, and other such officer or officers as the Board of Directors from time to time and at any time determine to be necessary or advisable as set forth in the By-Laws of this corporation. The members of the Board of Directors shall be elected in the manner set forth in said By-Laws at the annual meetings of the stockholders of this corporation and said officers shall be elected by the Board of Directors at any meeting held for that purpose.

ARTICLE IX

The common stock of this corporation, after payment of the par value thereof, shall be issued as fully paid stock and shall not be subject to assessment for the payment of debts of this corporation or for any other purpose; provided, however, that no stock shall be issued until an amount at least equal to the par value thereof is paid to the corporation. All payments for stock of the corporation shall be payable in lawful money of the United States of America;

provided, however, that any designated portion of the stock shall be payable in other property and/or services, at a just valuation to be fixed by a majority agreement of the Directors of the corporation at a meeting called for the purpose of establishing such valuation. Shares of stock shall be transferable only in the manner prescribed in the By-Laws and every person becoming a stockholder by such transfer shall acquire the rights and liabilities of the prior holder.

No holder of any of the shares of the capital stock of the corporation shall be entitled as of right to purchase or subscribe for any authorized but unissued stock of any class, or any additional shares of any class subsequently issued by reason of any increase of the authorized capital stock of this corporation of any class, or to purchase or subscribe for any bonds, certificates of indebtedness, debentures, warrants, or other securities convertible into stock of this corporation. Any such unissued stock of any such additional authorized issues of any stock, or of other securities convertible into stock, or carrying any right to purchase stock, may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporation, association, or other entities upon such terms and conditions and for such consideration as may be deemed advisable by the Board of Directors in the exercise of its discretion.

ARTICLE X

The following provisions for the regulation of the business and for the conduct of the affairs of this corporation and for creating, dividing, limiting, and regulating the powers of this corporation, its stockholders, officers and directors are hereby adopted as a part of these Articles of Incorporation.

- A. This corporation shall have the power to include in its By-Laws any regulatory or restrictive provisions relating to the proposed sale, transfer or other disposition of any and all of its authorized or outstanding stock, or both, by any of its stockholders, their respective heirs, executors, administrators, successors or assigns, as the case may be; PROVIDED, however, that no such regulatory or restrictive provisions shall affect the rights of third parties without actual knowledge thereof unless notice of such provisions shall be given upon the certificate evidencing the ownership of said stock or as provided in the By-Laws.
- B. Every Director and every officer of this corporation, every former Director and every former officer of this corporation, and the heirs, executors, administrators or assigns of all the persons above listed shall be indemnified by this corporation against expenses actually and necessarily incurred by him in

connection with the defense of any action, suit or proceeding to which he may be made a party by reason of his being or having been a Director or officer of this corporation regardless of whether or not he continues to be a Director or officer at the time of incurring such expense, except with respect to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for negligence, misconduct in the performance of his duty in violation of law or a criminal act. The foregoing right of indemnification shall not be exclusive of other rights to which he may be entitled.

IN WITNESS WHEREOF, I, the undersigned, for the purpose of forming a corporation to do business both within and without the State of Florida, and the United States of American, do make, subscribe, acknowledge, and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true: and hereunto set my hand and seal this 4 day of March, 1999.

Signed, sealed and delivered
in the presence of:

Victoria Spryseniski
Victoria Spryseniski
PRINT NAME

Harold R. Decker
Harold R. Decker

Eva Mezzapella
EVA MEZZAPELLA
PRINT NAME

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, qualified to take acknowledgements and administer oaths, personally appeared HAROLD R. DECKER who is well known to me and known to be the person described in and who acknowledged before me that he executed the forgoing Articles of Incorporation, and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office this 4th day of MARCH, 1999.

Lillian H. Rozzi
Notary Public
(MY COMMISSION EXPIRES)

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LILLIAN H. ROZZI
My Comm Exp. 11/25/99
Bonded By Service Ins
No. CC504532

☒ Personally Known ☐ Other I.D.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHICH PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First: That HAL- DEK PROPERTIES, INC.
desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the articles of incorporation at City of
Altamonte Springs County of Seminole, State of Florida
has named Harold R. Decker
located at 513 Spring Valley Road
City of Altamonte Springs, County of Seminole,
State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provision of said Act relative to keeping
open said office.

By Harold R. Decker
Harold R. Decker
(Resident Agent)

FILED
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TALLAHASSEE FLORIDA
SECRETARY OF STATE