

L39923

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(Business Entity Name)

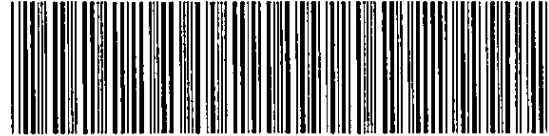
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L39923
STEPHEN COVERT, P.A.
ATTORNEY AT LAW

ESTABLISHED 1980
1407 848 0444
FAX (407) 844-1680
PLEASE REFER TO

(407) 848 0444
FAX (407) 844-1680
PLEASE REFER TO

December 22, 1989

Secretary of State
Charter Division
Division of Corporations
100 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32301

-12/26/89--00050--018
DOMESTIC CHARTERS 70.00
REGISTERED AGENT-----20.00
CHARTER FILING-----20.00
CERT/PHOTO COPY-----50.00
TOTAL-----160.00

Re: Articles of Incorporation of ~~P.E.~~ PROPERTIES, INC.

R.E.B.

Dear Sir:

Enclosed please find an original and one copy of the executed Articles of Incorporation for the above referenced corporation along with our check in the amount of \$70.00 for filing expenses as follows:

Filing Fees	\$20.00
Registered Agent Designation	30.00
Certified Copy	<u>20.00</u>
Total:	\$70.00

Please return the certified copy to the undersigned at the above address. A prepaid, self-addressed Federal Express airbill and envelope are enclosed.

Thank you for your prompt attention in this matter.

Very truly yours,

STEPHEN COVERT, P.A.

STEPHEN COVERT

SC/cf

Enclosures

brennen.ltr

Carol Lundstrom gave
Authorization by phone to
Change the name 1-4-90

FILED
DEC 26 1989
TALLAHASSEE, FLORIDA
CLERK OF THE COURT

ARTICLES OF INCORPORATION
OF

R.E.B. PROPERTIES, INC.

39923
FILED

REC SEC 20 11 9 28

RECEIVED
TOLSON

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is R.E.B. PROPERTIES, INC.

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - STOCK

The aggregate number of shares which this corporation shall have authority to issue is 7500 shares of Class A common stock at \$1.00 par value per share. The initial issue of the Capital Stock of this corporation shall be 100 shares. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE V - AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a shareholders meeting called for that purpose.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the corporation shall have pre-emptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive

rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the corporation.

ARTICLE VII - INITIAL OFFICE AND AGENT

The street address of this corporation's initial registered office in Florida is 18245 U.S. Highway One, Jupiter, Florida 33458, and the name of its initial registered agent at that address is Stephen Covert.

ARTICLE VIII - DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is one. The name and address of the person who is to serve as Director until the first annual meeting of shareholders, or until his successor is elected and qualify, is:

<u>Names</u>	<u>Addresses</u>
EDMUND BRENNEN	18245 U.S. Highway One Jupiter, Florida 33458

ARTICLE IX - INCORPORATORS

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
STEPHEN COVERT	4440 PGA Boulevard, Suite 408 Palm Beach Gardens, Florida 33410

ARTICLE X - COMMON DIRECTORS - TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by

vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transactions.

ARTICLE XI - BY-LAWS

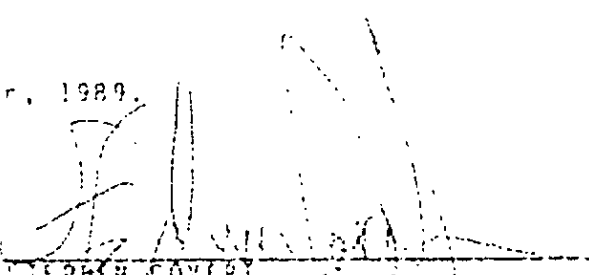
The By-Laws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of shareholders at any meeting thereof.

ARTICLE XII - MISCELLANEOUS

Other lawful provisions, if any, concerning the stock of this corporation, or for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

None.

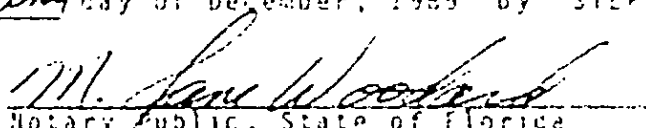
DATED THIS 22th day of December, 1989.

BY: 
STEPHEN COVERT

Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 22nd day of December, 1989 by STEPHEN COVERT.

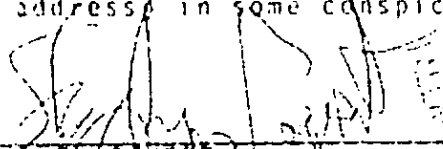

Notary Public, State of Florida

My commission expires:

M. JANE WOODARD
Notary Public, State of Florida
My Commission Expires August 29, 1991.
Bonded Thru Troy Farm Insurance, Inc.

ACCEPTANCE:

I agree as Registered Agent to accept service of process and to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address in some conspicuous place in the office as required by law.


STEPHEN COVERT
Registered Agent

FILED
JAN 10 2008
CLERK OF COURT
JAN 10 2008

STEPHEN COVERT, P.A.
ATTORNEY AT LAW

U.S. MAIL PERMIT NO. 1403
TALLAHASSEE, FLORIDA 32301

L39923

(407) 846-0444
FAX (407) 844-1680
PLEASE REFER TO
89-235

January 4, 1990

Doris McDuffy
State of Florida
Charter Division
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32301

Re: Articles of Incorporation of R.E.B. PROPERTIES, INC.

Dear Ms. McDuffy:

This is to confirm our telephone conversation today regarding the above subject Incorporation. The original name we selected, R.B. PROPERTIES, INC. was not available and we confirm the new selection of the name R.E.B. PROPERTIES, INC. We understand that you are forwarding the certified copy of the Articles of Incorporation by Federal Express, today, in the pre-addressed, prepaid envelope which we had previously furnished.

Thank you for your assistance in this matter.

Very truly yours,

STEPHEN COVERT, P.A.

Carol E. Lundstrom

Carol E. Lundstrom

SC/cl

Enclosures

brennen.lar