



FILED

1999 DEC 27 AM 10:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HOME KEY REALTY, INC.**  
**ARTICLES OF INCORPORATION**

**THIS IS TO CERTIFY THAT I**, the subscriber, Victoria Ragsdale, whose post office address is 1607 Blanding Boulevard, Jacksonville, Florida 32205, being of full legal age, do, under and by virtue of the General Laws of the State of Florida authorizing the formation of corporations, have the intent of forming a corporation.

**ARTICLE I:**

**CORPORATE NAME**

The name of the corporation (which is hereinafter called the Corporation) shall be:

**Home Key Realty, Inc.**

**ARTICLE II:**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be: 1607 Blanding Boulevard, Jacksonville, Florida 32205.

**ARTICLE III:**

**NATURE OF THE BUSINESS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, the United States, or any other state, country, territory, or nation.

**ARTICLE IV:**

**PURPOSE OF THE CORPORATION**

The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To have perpetual succession by its corporate name.
2. To make and use a common seal and alter the same at pleasure
3. To transact its business, carry on its operations within or outside of this State, and to exercise in any other state, territory, district, or possession of the United States, or in any foreign country, so far as the laws thereof permit, the powers granted by this Article.

4. To make contracts, incur liabilities, and borrow money for its corporate purposes; and to issue bonds, notes, and other obligations and secure the same by mortgage or deed of trust of all or any part of its property and income, provided it has been authorized at any meeting and duly warned, as provided for in Florida Corporation Law Annotated.
5. To sue and be sued, complain and defend in all courts.
6. To acquire by purchase or in any other manner, and to take, receive, hold, use and employ, sell mortgage, lease, dispose of and otherwise deal with any property, real or personal, situated in or out of this State, including shares in, bonds, notes, and other obligations or other corporations, incorporated under the laws of this State or any other state, territory, district, or possession of the United States or of any foreign country or otherwise, which may be appropriate to enable it to carry on the operations or fulfill the purposes named in the charter, and, unless otherwise provided in its charter or by-laws, to make reasonable gifts or contributions out of profits, when authorized by its board of directors so to do, to or for the use of (1) this State, its institutions and agencies, or any political sub-division of this State, or (2) any corporation, or trust, or community fund, or foundation, or society, or individual(s), or organization for religious, charitable, scientific, civic, literary, or educational purposes.
7. To have officers and agents as the business of the Corporation may require.
8. To make by-laws not inconsistent with law or with its charter for regulating the government of the Corporation and for the administration of its affairs.
9. Generally, to exercise the powers set forth in its charter and those therein enumerated, and also to do every other act or thing not inconsistent with law which may be appropriate to promote and attain the objects and purposes set forth in its charter.

#### **ARTICLE V:**

#### **TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles in the Office of the Secretary of State, for the State of Florida.

#### **ARTICLE VI:**

#### **CAPITAL STOCK**

The total amount of the authorized capital or stock that the Corporation is authorized to issue and have outstanding at any time is One Hundred Thousand Dollars (\$100,000.00) par value, divided into One Million (1,000,000) Shares of the par value of Ten Cents (\$0.10) each.

**ARTICLE VII:  
CLASS OF STOCK**

The following is a description of each class of stock of the Corporation with the preferences, voting powers, restrictions and qualifications thereof to be designated as Class A without preferences, with each share entitled to vote in matters eligible for stockholders' voting rights.

**ARTICLE VIII:  
DEFINITION, LIMITATIONS, AND REGULATIONS OF THE POWERS OF  
THE CORPORATION, DIRECTORS, AND SHAREHOLDERS.**

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, and of the directors, and stockholders:

1. The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such considerations as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.
2. The board of directors of the Corporation is hereby empowered to authorize from time to time the issuance of not exceeding One Million (1,000,000) fully paid non-assessable shares of the par value of Ten Cents (\$0.10) each for the common stock of the Corporation for money at not less than Ten Cents (\$0.10) each share thereof, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.
3. The board of directors of the Corporation is hereby empowered to authorize the issuance of One Hundred Thousand (100,000) fully paid non-assessable shares of the par value of Ten Cents each of the common stock of the Corporation, for the following consideration: services performed in organizing and forming the Corporation. The actual value of said consideration hereby fixed by the incorporator is not less than Ten Thousand Dollars (\$10,000.00).

**ARTICLE IX:  
PREEMPTIVE RIGHTS**

Every shareholder upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds the right to purchase his prorata share thereof at the price at which it is offered to others.

**ARTICLE X:  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE XI:  
BY-LAWS**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders.

**ARTICLE XII:  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent and the street address of the principal registered office of this Corporation in the State of Florida shall be: Victoria Ragsdale, 1607 Blanding Boulevard, Jacksonville, Florida 322005. Said registered agent is a resident of the State of Florida and actually resides therein.

The board of directors, from time to time, may move the registered office to any other address in the State of Florida.

**ARTICLE XIII:  
BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one.

**ARTICLE XIV:  
INITIAL DIRECTORS**

The name of the initial director of this Corporation and her street address is:

**Victoria Ragsdale**

**1607 Blanding Boulevard**

**Jacksonville, Florida 32205**

The person named as the initial director shall hold office for the first year of existence of this Corporation or until her successors are elected or appointed and have qualified, whichever occurs first.

