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March 20, 2000

State of Florida  
Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

000003199026--4  
-04/06/00--01101--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Tapcon Investments Corporation

Gentlemen,

Enclosed please find an original and one copy for recording of the Articles of Incorporation on the above referenced corporation.

Also enclosed is our check made payable to the Secretary of State in the amount of \$78.75. If there is any additional information you may require in regard to this request, please let us know.

Sincerely,

*Thomas D. Johnson*

Thomas D. Johnson  
450 SW 15<sup>th</sup> Avenue  
Boca Raton, Florida 33486

Filing Fee	\$35.00
Resident Agent Fee	\$35.00
Certified Copy	<u>\$ 8.75</u>
	\$78.75

FILED  
00 APR -6 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch APR 12 2000

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

### Article I - Name:

The name of this corporation is: Tapcon Investment Corporation

### Article II - Nature of Business:

The general nature of the business of this corporation is: To own and / or develop real estate, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description. To conduct business in, have one or more offices in, and buy, sell convey, lease and otherwise dispose of real or personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all states and countries. To contract debts and borrow money, issue, sell or pledge bonds, debentures, notes and other evidences of indebtedness and to execute such mortgages, deeds, transfers, of corporate property or other instruments to secure the payment of corporate indebtedness as required: to purchase the corporate assets of any other corporation and to engage in the same or other character of business: to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, any bonds, securities, or other evidences of indebtedness created by any other corporation in the State of Florida, or any other state or Government and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock and to engage in any other lawful business and exercise all corporate powers to which domestic corporations of the State of Florida are entitled under the laws of said state.

### Article III - Capital Stock:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5000 shares. Par Value of \$1.00 per share.

### Article IV - Term of Existence:

The corporation is to exist perpetually.

### Article V - Initial Capital:

The amount of capital with which this corporation will begin is \$500.00, Par Value of \$1.00 per share.

**Article VI – Address:**

The initial post office address of the principal place of business of this corporation in the State of Florida is: 450 SW 25<sup>th</sup> Avenue, Boca Raton Florida 33486

The Board of Directors may from time to time move the principle office to any other address in Florida.

**Article VII – Directors:**

The corporation shall have 1 directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than 1.

**Article VIII – The Names and Addresses of the Initial Directors and Officers:**

The names and addresses of the first Board of Directors, who, subject to the provisions of this certificate and the By-laws of the corporation and the corporate laws of the State of Florida, shall hold office for the first year of the corporate existence or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Thomas D. Johnson	450 SW 15 <sup>th</sup> Avenue, Boca Raton, Florida 33486

**Article IX – Subscribers:**

The names and post office addresses of each subscriber of the Articles of Incorporation and a statement of the number of shares of stock he or she agrees to take are as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Consideration</u>
Thomas D. Johnson	450 SW 15 <sup>th</sup> Avenue Boca Raton, Florida 33486	500 Shares	\$500.00

#### **Article X:**

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in or is a director or officer or are directors or officers of such other corporation, and any director or directors individually or jointly may be part or parties to or may be interested in any contract or transaction of this corporation with any person or persons, firm or corporations shall be affected or invalidated by the fact that any director or directors or officer or officers of this corporation is a part or are parties to or are interested in such contract, act or transaction or in any way connected with such person or persons, firm, or corporation and each and every person who may become a director or officer of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or firm, association or corporation in which he may be otherwise interested.

#### **Article XI:**

The following special provisions shall govern this corporation:

- (a) The time and place of the annual stockholders' meeting shall be fixed by and provided for in the by-laws and notice of same shall be given in one of the methods provided for by law. Any stockholder may waive notice of time, place and purpose of any meeting either before, at, or after, such meeting.
- (b) There shall be a president of this corporation who shall also be a director, one or more vice presidents, and a secretary-treasure or secretary and treasurer. They shall be chosen by the Board of Directors and shall hold office, subject to the laws of the State of Florida, until their successors are elected and shall qualify. This corporation may also have such other officers, agents, and factors as may be deemed necessary and provided for by resolution of the Board of Directors and/ or in the by-laws. All officers, agents and factors shall be chosen in such a manner, hold their office for such terms and shall have such powers and perform such duties as may be prescribed by the by-laws or determined by the directors. Any person may hold two or more offices, except the president may not also be the secretary, assistant secretary or vice president of the corporation. None of the officers of the corporation except the president, need also be a member of the Board of Directors.
- (c) The meeting of the stockholders and of the Board of Directors may be held within or without the State of Florida, unless provided by the by-laws.

IN WITNESS THEREOF, we have made and subscribed these Articles of Incorporation  
this 17th day of March, 2000.

Thomas D. Johnson LS \_\_\_\_\_ LS

\_\_\_\_\_ LS \_\_\_\_\_ LS

STATE OF FLORIDA  
COUNTY OF Lee

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to  
administer oaths and to take acknowledgements in the State and County aforesaid,  
personally appeared Thomas D. Johnson

Well known to me to be the individuals described in and who executed the foregoing  
Articles of Incorporation, or who have produced personally known  
and acknowledged before me that they have executed the same for the purpose herein  
expressed. Witness my hand and official seal this 20<sup>th</sup> day of MARCH, 2000.

My Commission Expires: \_\_\_\_\_

Sharon L. Woods  
Notary Public, State of Florida



Sharon L. Woods  
MY COMMISSION # CC634888 EXPIRES  
June 23, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

SHARON L. WOODS

Print Name

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Tapcon Investments Corporation, desiring to organize under the laws of the State Of Florida, with its principal offices, as indicated in the Articles of Incorporation, in the City of Boca Raton, County of Palm Beach, and the State of Florida, has named Thomas D. Johnson, located at 450 SW 15<sup>th</sup> Avenue, the City of Boca Raton , County of Palm Beach, and the State of Florida, as its agent to accept service of process within the state.

**ACKNOWLEDGEMENT**

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

By: Thomas D. Johnson  
Resident Agent

00 APR -6 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED