

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305) 541-3694 Phone Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

1025 MILLER CORPORATION

Certificate of Status	0
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<u>ARTICLES OF INCORPORATION</u> OF

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the Florida General Corporation Act and other laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be 1025 MILLER CORPORATION. The corporation's mailing address is:

> 212 Regis Court Longwood, Florida 32779

ARTICLE II - DURATION

This corporation shall exist perpetually and shall be effective as of the date of filing with the State of Florida.

<u>ARTICLE III - PURPOSE</u>

The general purpose for which the corporation is organized are:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;

and

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of capital stock that this corporation is authorized to issue and have outstanding at any one time in 100 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

Prepared by: 2699 Lee Roset. Suite 540 Winter Pack FL 32789 (407) 629-3170

Reinhard D. Stephan, Attorney at Law

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- All or any purion of the capital stock may be issued in payment for real or B. personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock to be issued as hereinabove set forth, and when so issued shall become and shall be fully paid and nonassessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.
- Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the vent of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in amendment to its Certificate of incorporation.
- Each shareholder, upon the sale for each of any new stock of this D. corporation of the same kind, class of series as that which they already hold, shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of the fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

212 Regis Court Longwood, Florida 32779

The name of the initial registered agent of this corporation shall be:

GEORGE L. KARNES, SR.

ARTICLE VI - INITIAL DIRECTORS AND OFFICERS

Name

Street Address

George L. Karnes, Sr. 212 Regis Court

President/Treasurer

Longwood, FL 32779

Paul L. Date

244 Silk Bay Plaza

Vice President/Secretary

Longwood, FL 32750

The number of directors may be either increased or diminished from time to time as provided for in the by-laws.

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ARTICLE VII - INCORPORATOR

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

Name

Street Address

George L. Karnes, Sr.

212 Regis Court Longwood, Florida 32779

ARTICLE VIII - BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal by-laws for the management of this corporation. The duties of the officers of this corporation shall be prescribed by such by-laws. Such by-laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders or in the event of the death of any of its shareholders.

ARTICLE IV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereum o set my hand and seal this 1444 day of APRIL 2000.

George L. Karnes, Sr., Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared GEORGE 1... KARNES, SR., known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this day of County 2000.

NOTARY PUBLIC State of Florid My Commission Expires:

Dersonally known to me

Acionard G Stephan

My Commission CC738869

Expires May 6, 2002

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CERTIFICATION OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF 616.0501, FLORIDA STATUTES. THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

1025 MILLER CORPORATION

The name and address of the registered agent and office is:

GEORGE L. KARNES, SR. 212 Regis Court Longwood, Florida 32779

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF, AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

George L. KArnes, Sr.

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