

P00000038951

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

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000017719 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : LLOYD GRANET
Account Number : 074632001025
Phone : (561) 999-9300
Fax Number : (561) 999-9400

FILED
00 APR 18 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DUFF RUBIN, P.A.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

04/18/2000 15:50
850)487-6013

9999400
04/18/00 15:43 Fl Dept of State p1 /1

LLOYD GRANET

PAGE 01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 18, 2000

LLOYD GRANET

SUBJECT: DUFF RUBIN, P.A.
REF: W00000010252

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE LIST THE DIRECTORS NAME IN ARTICLE VII.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000017719
Letter Number: 700A00021254

See corrected Article VII

FAX AUDIT NO. H00000017719 6

ARTICLES OF INCORPORATION
OF
DUFF RUBIN, P.A.

ARTICLE I. NAME

The name of the professional service corporation is DUFF RUBIN, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business address and mailing address of this corporation shall be 428 Plaza Real, Apt. 226, Boca Raton, FL 33432

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the real estate brokerage business and all other permitted purposes. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The address of the initial registered office of this professional service corporation is 428 Plaza Real, Apt. 226, Boca Raton, FL 33432. The registered agent is Duff Rubin.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors are: Duff Rubin, 428 Plaza Real, Apt. 226, Boca Raton, FL 33432

ARTICLE VIII. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the

FILED
00 APR 18 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

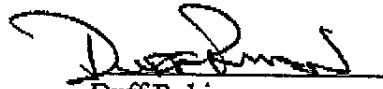
FAX AUDIT NO. H00000017719 6

shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice of medicine and all other permitted purposes in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

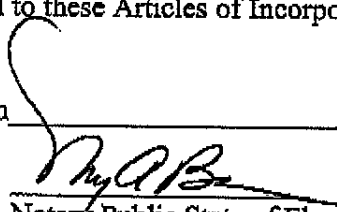
In witness whereof, the undersigned as Incorporator, has executed these Articles of Incorporation on the date set out below.


Duff Rubin
4/18/00
Date

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public, personally appeared Duff Rubin, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the date set out above.

☒ Personally known or _____ identified with _____


Notary Public State of Florida at Large
Commission expiration:
(Notary Seal)



Myra A. Ballou
MY COMMISSION # CC717079 EXPIRES
May 16, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FAX AUDIT NO. H00000017719 6

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: DUFF RUBIN, P.A.
2. The name and address of the registered agent and office is: Duff Rubin, 428 Plaza Real, Apt. 226, Boca Raton, FL 33432.

SIGNATURE: _____

Duff Rubin

TITLE: Incorporator

DATE: _____

04/18/00

00 APR 18 PM 5:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

Duff Rubin

DATE: _____

04/18/00

F:\wpdocs\rubin\duff\pa\articles.wpd