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OFFICE USE ONLY (Document #)

ANN HILL/SMITH & THOMPSON, P.A.

(Requestor's Name)

3520 Thomasville Road, 4th Floor

(Address)

Tallahassee, Florida 32308 893-4105

(City, State, Zip)

(Phone #)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Realtrust Development, Corp.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
00 MAY 19 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY 19 PM 1:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. Burch MAY 19 2000

Examiner's Initials

ARTICLES OF INCORPORATION
OF
REALTRUST DEVELOPMENT, CORP.

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

FILED
00 MAY 19 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be:

REALTRUST DEVELOPMENT, CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually and shall be effective as of May 19, 2000.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida 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

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$ 1.00 per share which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or 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 when so issued shall become and be fully paid and non assessable, 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.

C. 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 event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

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

2335 Newfound Harbor Drive, Merritt Island, FL. 32952.

The name of the initial registered agent of this corporation at that address shall be: Stephen Young.

ARTICLE VI. - INITIAL OFFICERS AND DIRECTORS

The name and street addresses of the initial members of the board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Stephen Young	2335 Newfound Harbor Dr. Merritt Island, FL. 32952	President Secretary Treasurer Sole Director

ARTICLE VII. - INCORPORATOR

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Street Address</u>
Stephen Young	2335 Newfound Harbor Drive Merritt Island, FL. 32952

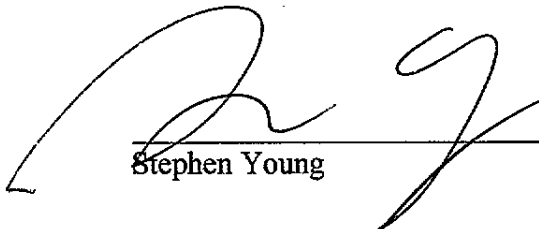
ARTICLE VIII - BY- LAWS

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

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18th. day of May 18, 2000.



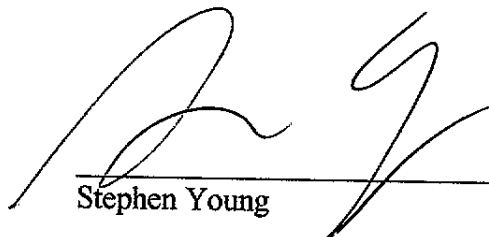
Stephen Young (SEAL)

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED

PURSUANT to Chapter 48.091 , Florida Statutes, the
following is submitted in compliance with said ACT: THAT,
REALTRUST DEVELOPMENT, CORP.. desiring to organize under the laws of
State of Florida, with its principal office as indicated in the Articles of
Incorporation in Merritt Island, County of Brevard, State of Florida
has named its Registered Agent, Stephen Young, 2335 Newfound Harbor Drive
Merritt Island, County of Brevard, State of Florida, to accept service of process
within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,
at the 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.

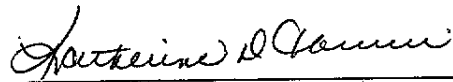


Stephen Young

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me , a Notary Public duly
authorized to take acknowledgments in the State and County aforesaid, personally
appeared Stephen Young to me known to be the person described as the
incorporator in and who executed the foregoing Articles of Incorporation,
and acknowledged before me that he subscribed to those Articles of
Incorporation.

WITNESS by my hand and official seal in County and State last aforesaid this
18th. day of May 2000.


Notary Public

