

Bagdes & Bagdes

Attorneys at Law

407 North Wild Olive Avenue
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

904-258-7171
Fax 904-258-7441

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July 5, 2000

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: ARCARO ENTERPRISES, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,



Fabian Bagdes

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Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ARCARO ENTERPRISES, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is ARCARO ENTERPRISES, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to broker the sale of real property for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 765 Barger Drive, Deltona, Florida 32738. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 765 Barger Drive, Deltona, Florida 32738, and the name of the initial registered agent at such address is Kevin Arcaro.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Kevin Arcaro	765 Barger Drive Deltona, FL 32738
Carole Arcaro	765 Barger Drive Deltona, FL 32738

ARTICLE NINE
INCORPORATORS

The names and addresses of the incorporator are:

Kevin Arcaro 765 Barger Drive
Deltona, FL 32738

Carole Arcaro 765 Barger Drive
Deltona, FL 32738

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Kevin Arcaro 765 Barger Drive
President Deltona, FL 32738

Carole Arcaro 765 Barger Drive
Secretary/Treasurer Deltona, FL 32738

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 27th day of June, 2000.

Kevin Arcaro
Kevin Arcaro

Carole Arcaro
Carole Arcaro

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 27th day of June, 2000, before me, the undersigned authority, appeared: Kevin Arcaro, who is personally known to me or who has produced Personally Known to me as identification; and, Carole Arcaro, who is personally known to me or who has produced Personally Known to me as identification, and whose names are subscribed to the within instrument and having been duly sworn they acknowledged that they executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

Karen D. Williams
Notary Signature
KAREN D. WILLIAMS
Seal:



NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

ARCARO ENTERPRISES, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 765 Barger Drive, in the City of Deltona, County of Volusia, in the State of Florida, has named Kevin Arcaro, who is located at 765 Barger Drive, Deltona, Florida, as its registered agent to accept service of process within the State.

DIRECTOR:

Kevin Arcaro

Carole Arcaro

ADDRESS:


765 Barger Drive
Deltona, FL 32738

765 Barger Drive
Deltona, FL 3273

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


Kevin Arcaro