

(SAMPLE LETTER OF TRANSMITTAL)

PO00000086646

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 11 AM 11:49

Re: Sebastian Properties, Inc.  
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

700003388227--8  
-09/11/00--01091--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Walter A. Morgan Jr.  
(Individual's Name)

Sebastian Properties Inc.  
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
518 Michael St.		
Sebastian, FL 32958		
PHONE		
(561)	589-7784	
Area Code	Number	Ext.

9/13/00

# ARTICLES OF INCORPORATION

of

Sebastian Properties Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

Sebastian Properties Inc.

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DIVISION  
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## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

## ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>518 Michael St</u>		
CITY <u>Sebastian</u>	FLORIDA	ZIP <u>32958</u>
Mailing address, if different		
STREET ADDRESS		
CITY	FLORIDA	ZIP

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>Walter A Morgner Jr</u>		
ADDRESS <u>518 Michael St.</u>		
CITY <u>Sebastian</u>	FLORIDA	ZIP <u>32958</u>

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Walter A Morgner Jr.		
ADDRESS	518 Michael St.		
CITY	Sebastian	STATE	FL ZIP 32958
NAME	James D Nikolai		
ADDRESS	42 Farm Lane		
CITY	Great Neck	STATE	NY ZIP 11020
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Walter A Morgner Jr		
ADDRESS	518 Michael St.		
CITY	Sebastian	STATE	FL ZIP 32958
NAME	James D Nikolai		
ADDRESS	42 Farm Lane		
CITY	Great Neck	STATE	NY ZIP 11020
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 17<sup>th</sup> day of July, 2000

W A Morgner Jr. (Signature)  
[Signature] (Signature)  
 \_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 SEP 11 AM 11:49

Sebastian Properties Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office  
as indicated in the Articles of Incorporation

at 518 Michael St.

Sebastian FL 32958

has named Walter A Morgner Jr.

located at the aforesaid address, as its registered agent to accept service of process within this  
state.

Having been named as registered agent and to accept service of process for the above stated  
corporation at the place designated in this certificate, I hereby accept the appointment as regis-  
tered 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.

W A Morgner Jr  
(Signature)

7-17-2000  
(Date)