

P01000007045

DONALD L. BASS  
7166 S.E. OSPREY STREET  
HOBE SOUND, FLORIDA 33455

(561) 546-6620  
FAX (561) 546-5637

January 11, 2001

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

Re: ATHENE Design & Development Group, Inc.

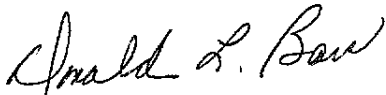
Dear Sir

Enclosed are the Articles of Incorporation for the above named corporation.

Also, enclosed is a check payable to the "Secretary of State" in the amount of \$ 122.50 to cover the cost of incorporation.

If any further information is needed, please contact me directly.

Very truly yours



Donald L. Bass  
Registered Agent

FILED  
01 JAN 16 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-01/16/01--01134--005  
\*\*\*\*122.50 \*\*\*\*\*78.75

D. BROWN JAN 19 2001

**ARTICLES OF INCORPORATION**

**OF**

**ATHENE DESIGN & DEVELOPMENT GROUP, INC.**

FILED  
01 JAN 16 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED ESTABLISHES THE FOLLOWING FOR THE PURPOSES OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT.

**ARTICLE I**

THE NAME OF THIS CORPORATION SHALL BE:

ATHENE DESIGN & DEVELOPMENT GROUP, INC.

THE PRINCIPAL OFFICE ADDRESS IS: 2534 BOUNDBROOK LANE, #110, WEST PALM BEACH, FL 33406 AND THE MAILING ADDRESS IS 2534 BOUNDBROOK LANE, #110, WEST PALM BEACH, FL 33406.

**ARTICLE II**

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES:

- (A) TO CARRY ON THE BUSINESS OF PROVIDING THE SERVICES OF INTERIOR DESIGN AND ARCHITECTURAL SERVICES TO THE GENERAL PUBLIC. ALSO, CONSULTATION AS NEEDED OR REQUESTED.
- (B) FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS; EXCEPT THAT IT IS NOT TO CONDUCT A BANKING, SAFE DEPOSIT, TRUST, INSURANCE, SURETY, EXPRESS, RAILROAD, CANAL, TELEPHONE, TELEGRAPH OR CEMETERY COMPANY, A SAVINGS AND LOAN ASSOCIATION, FRATERNAL BENEFIT SOCIETY OR STATE FAIR EXPOSITION.
- (C) TO DO ANY AND EVERYTHING PERTINENT TO THE ABOVE.

**ARTICLE III**

THIS CORPORATION IS AUTHORIZED TO ISSUE 10 SHARES OF ONE DOLLAR (\$1.00) PAR VALUE STOCK.

**ARTICLE IV**

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

**ARTICLE V**

**CORPORATE DURATION**

THIS CORPORATION SHALL HAVE PERPETUAL DURATION UNLESS SOONER  
DISSOLVED BY LAW.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS  
CORPORATION IS 7166 S.E. OSPREY STREET, HOBE SOUND, FL 33455 AND THE NAME OF  
THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS DONALD  
L. BASS.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF  
DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS  
BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL  
DIRECTOR OF THIS CORPORATION IS:

ANTHONY MICHALAROS  
2534 BOUNDBROOK LANE, #110  
WEST PALM BEACH, FL 33406

#### ARTICLE VIII

##### BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED  
IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

#### ARTICLE IX

##### INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY  
FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

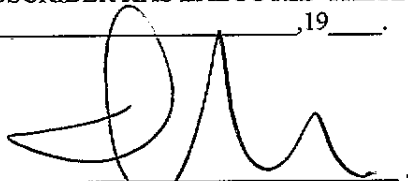
ARTICLE X

SUBSCRIBER

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

ANTHONY MICHALAROS  
2534 BOUNDBROOK LANE, #110  
WEST PALM BEACH, FL 33406

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE  
ARTICLES OF INCORPORATION THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 19\_\_\_\_.



ANTHONY MICHALAROS  
SUBSCRIBER

M246015412300  
X6-30-4

STATE OF FLORIDA                    )  
  ) SS.  
COUNTY OF PALM BEACH        )

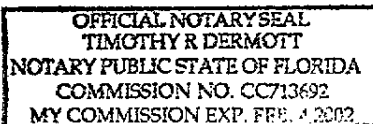
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN  
THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED ANTHONY  
MICHALAROS, KNOWN TO ME AND KNOWN TO ME TO BE THE PERSON WHO EXECUTED  
THE FOREGOING ARTICLES OF INCORPORATION AND HE ACKNOWLEDGED BEFORE ME  
THAT HE EXECUTED THOSE ARTICLES OF INCORPORATION. DRIVERS LICENSE WITH  
PHOTO I.D. USED AS CONFIRMATION OF IDENTITY.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY  
OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 10 DAY OF  
January 2001.



NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

MY COMMISSION EXPIRES: \_\_\_\_\_



FILED  
01 JAN 16 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

FIRST: THAT ATHENE DESIGN & DEVELOPMENT GROUP, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT 2534 BOUNDBROOK LANE, #110, CITY OF WEST PALM  
BEACH, STATE OF FLORIDA, HAS NAMED DONALD L. BASS LOCATED AT 7166 S.E. OSPREY  
STREET, HOBE SOUND, FLORIDA 33455 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

  
ANTHONY MICHALAROS  
PRESIDENT

DATE 1/16/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO  
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY  
DUTIES.

  
DONALD L. BASS  
REGISTERED AGENT

DATE 1/11/01