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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. Estate Properties, Inc.

(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 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

RECEIVED
01 MAR 22 AM 11:39
DIVISION OF CORPORATION

10-22-01

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ESTATE PROPERTIES, INC.

FILED
01 MAR 22 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be:

ESTATE PROPERTIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually and shall be
effective as of March 22, 2001.

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:

3700 N. Harbor City Blvd., Suite 2F, Melbourne, FL. 32935.

The name of the initial registered agent of this corporation at that address shall be: Philip Rapone

ARTICLE VI.- OFFICIAL MAILING ADDRESS

The official mailing address of this corporation shall be:

P.O Box 541642 Merritt Island, FL. 32954.

ARTICLE VII. - 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>
Philip Rapone	3700 N. Harbor City Blvd. Suite 2F Melbourne FL. 32935	President, Secretary Treasurer Sole Director

ARTICLE VIII.- INCORPORATOR

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

<u>Name</u>	<u>Street Address</u>
Philip Rapone	3700 N. Harbor City Blvd. Suite 2F Melbourne, FL. 32935


ARTICLE IX - 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 X.- 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 21 th. day of March 2001.

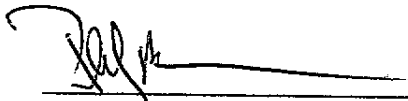
 (SEAL)
Philip Rapone

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, ESTATE PROPERTIES, INC.
desiring to organize under the laws of the State of Florida, with
its principal office as indicated in the Articles of Incorporation in Melbourne,
County of Brevard, State of Florida has named its Registered Agent,
Philip Rapone, 3700 N. Harbor City Blvd., Suite 2F , in Melbourne,
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.



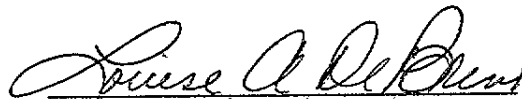
Philip Rapone

STATE OF FLORIDA
COUNTY OF BREVARD

FILED
01 MAR 22 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 PHILIP RAPONE 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 the County and State last aforesaid this
21 th. day of March 2001.


Notary Public



Louise A. DeBrino
Commission # CG 857955
Expires July 26, 2003
Bonded Thru
Atlantic Bonding Co., Inc.