# POIORANGITALLECTER 4384

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

01 JUN -4 AM 8:31

SECRETARY OF STATE TALLAHASSEE FLORIDA

SUBJECT: Associates, Inc.  (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
		·	30000413 -05/07/01- *****78.7	
Enclosed is an original and one(1) copy of the articles of incorporation and a check for:				
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	EK\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED	
FROM: Business Coordinating Enterprises, Inc.  Name (Printed or typed)				
Address Address				76
	Delray Beach, F City, 9	L 33444 State & Zip	h	101 De 16

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

D. WHITE JUN - 4 2001



## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 10, 2001

BUSINESS COORDINATING ENTERPRISES, INC. 631 LINNET CIRCLE DELRAY BEACH, FL 33444

SUBJECT: ... & ASSOCIATES, INC.

Ref. Number: W01000010678

We have received your document for ... & ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

#### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dale White Document Specialist New Filings Section

Letter Number: 401A00028379

FILED

# ARTICLES OF INCORPORATION OF DEVELOPER SERVICES, INC.

01 JUN -4 AM 8:31 SECRETARY OF STATE TALLAHASSEE FLORIDA

#### **ARTICLE 1 - NAME**

The name of this corporation is Developer Services, Inc., (hereinafter, "Corporation").

#### **ARTICLE 2 - PURPOSE OF THE CORPORATION**

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the United States and of the State of Florida. The initial activity of the corporation shall be architectural and design support services.

#### ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 2855 NE 30<sup>th</sup> Street, Suite B, Fort Lauderdale, FL 33306 and the mailing address is the same.

#### **ARTICLE 4 - INCORPORATOR**

The name and address in this state of the incorporator of this Corporation is:

A. Alexandra Denahan 631 Linnet Circle Delray Beach, Florida 33444

#### **ARTICLE 5 - OFFICERS**

The initial officers of the Corporation shall be:

President:

Dane Swindell Jayne M. Stewart

Secretary: Treasurer:

Dane Swindell

#### ARTICLE 6 - DIRECTOR(S)

The name(s) and address(es) of the person or persons who are appointed to act as the initial director(s) of the Corporation shall be:

Name

Address

Dane Swindeli

2855 NE 30th Street, Suite B, Fort Lauderdale, FL 33306

#### ARTICLE 7- CORPORATE CAPITALIZATION

- 7.1 This corporation is authorized to issue only one class of shares of stock which shall be designated common stock. The total number of shares it is authorized to issue is 1,000 shares, each having the par value of ONE DOLLAR (\$1.00).
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock on any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### ARTICLE 8 -POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed byapplicable law or these Articles of Incorporation.

#### ARTICLE 9 -TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE 10 -REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed In writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 11 -LIABILITY OF THE DIRECTORS

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

#### **ARTICLE 12 - INDEMNIFICATION**

The corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under Florida law.

#### ARTICLE 13- REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is Business Coordinating Enterprises, Inc., located at 631 Linnet Circle, Delray Beach, Florida 33444. The name and address of the registered agent of this Corporation is Jayne M. Stewart of Business Coordinating Enterprises, Inc. 631 Linnet Circle, Delray Beach, Florida 33444.

#### **ARTICLE 14 -BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative votes of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 15-EFFECTIVE DATE**

These Articles of Incorporation shall be effective as of May I 2001 upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 16-AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of, any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF the undersianed, being the one of the persons named above as the initial set my hand , have executed these Articles of Incorporation and have hereuntoand seal, this

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this dayof-

, 2001.

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### ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE FLORIDA

The firm of Business Coordinating Enterprises, Inc. Having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Business Coordinating Enterprises, Inc.

Jayne M. Stewart, President