# POLOQUOS 32// JOHN L. KORTHALS

Attorney at Law

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August 2, 2001

Secretary of State Corporations Division Post Office Box 6327 Tallahassee, Florida 32314

300004547193--2 -08/21/01--01057--021 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Re:

Milhouse VanHouten Enterprises, Inc.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Registered Agent for Milhouse VanHouten Enterprises, Inc., together with our Check No. 3482 in the amount of \$78.75, to cover the cost of the following:

Ti'l' 25			
Filing Fee	\$35.00	-	
Certified Copy			
Cerumen Copy	8.75		
Registered Agent Fee	<u>35.00</u>		-
	\$ 78.75		-

Please return the Certified Copy to this office at your earliest possible convenience. Thank you for your cooperation.

Very truly yours,

JOHN L. KORTHALS

JLK/tb Enclosures

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# ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALL AHASSEE FLORIDA

# MILHOUSE VANHOUTEN ENTERPRISES, INC.

#### Article 1 - Name

The name of this corporation is Milhouse VanHouten Enterprises, Inc.

#### Article 2 - Duration

This corporation shall exist perpetually.

# Article 3 - Purpose

This corporation is organized to do any and all business permitted under the laws of the State of Florida.

## Article 4 - Capital Stock

This corporation is authorized to issue Five Hundred (500) shares of One (\$1.00) Dollar par value common stock.

# Article 5 - Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 614 Southeast 4th Avenue, Delray Beach, Florida 33483. The initial Registered Agent of this corporation is John L. Korthals, Esquire, whose street address is 1401 East Atlantic Blvd., Pompano Beach, Florida 33060.

# Article 6 - Initial Board of Directors

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

> John K. Korthals 614 Southeast 4th Ave Delray Beach, Florida 33483

## Article 7 - Incorporator

The name and address of the person signing these articles is:

John L. Korthals, Esquire 1401 East Atlantic Blvd. Pompano Beach, Florida 33060

#### Article 8 - Voting Rights

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

#### Article 9 - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

# Article 10 - Calling of Special Meetings

Special meetings of the shareholders may be called in any manner provided by law or the by-laws.

#### Article 11 - Shareholder Ouorum and Voting

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### Article 12 - Powers

The corporation shall have all the powers enumerated in the Florida General Corporation Act.

#### Article 13 - Director Quorum and Voting

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted

upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.

# Article 14 - Action by Directors Without a Meeting

The Directors of this corporation may take action by written consent, without a meeting, as provided by law.

# Article 15 - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN W	ITNES	SS WHEREOF,	the und	ersigned	subscriber	has execu	ted these	Articles
of Incorporation this	2	day of August	, 2001.		,			
•				<del>/</del>	/ //			

OHN L. KØRTHALS, ESQUIRE

STATE OF FLORIDA )

COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN L. KORTHALS, ESQUIRE, known to and by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this add day of August, 2001.

Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING

AGENT UPON WHOM PROCESS MAY BE SERVED SECRETARY OF STATE ALLAHASSEE FLORIDA

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The following is submitted pursuant to Chapters 48.091(1) and 607.034 of the Florida

Statutes:

MILHOUSE VANHOUTEN ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, being in the County of Broward, at 614 Southeast 4th Avenue, Delray Beach, Florida 33483, has named John L. Korthals, Esquire, located at 1401 East Atlantic Blvd., Pompano Beach, Florida 33060, as its initial registered agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 A.M. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.

DATED this 2 day of August, 2001.