

# PO2000041958

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.  
REALTY INVESTMENT & MORTGAGE CORPORATION, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
REALTY INVESTMENT & MORTGAGE  
CORPORATION, INC.**

I, Robert A. Stok, the undersigned incorporator of this corporation, do hereby form this corporation and adopt the following Articles of Incorporation.

**ARTICLE I**

Name

The name of this corporation is REALTY INVESTMENT & MORTGAGE CORPORATION, INC.

**ARTICLE II**

Purpose And Nature Of Business

The purpose of this corporation and general nature of the business to be conducted is to do any business, activity, or endeavor which is lawful in the State of Florida.

**ARTICLE III**

Duration Of Corporation

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

**ARTICLE IV**

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of \$1.00 par value stock.

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## ARTICLE V

### Initial Capital Contribution

The amount of capital with which this corporation shall begin business shall not be less than One Hundred (\$100.00) and 00/100 Dollars.

## ARTICLE VI

### Subscribers

The name and address of each subscriber of these Articles of Incorporation and the number of shares each has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Robert A. Stok	c/o Stok & Associates, P.A. 2875 N.E. 191 <sup>st</sup> Street, #304 Aventura, Florida 33180	100

## ARTICLE VII

### Directors

The initial number of directors of this corporation shall be two (2). The number of directors may not be increased or decreased.

## ARTICLE VIII

### Initial Board Of Directors

The name and address of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State

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of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are:

NAMEADDRESS

Robert A. Stok, President, Secretary  
And Director

c/o Stok & Associates, P.A.  
2875 N.E. 191<sup>st</sup> Street, #304  
Aventura, Florida 33180

Abe Stok, Vice President, Treasurer  
and Director

c/o Stok & Associates, P.A.  
2875 N.E. 191<sup>st</sup> Street, #304  
Aventura, Florida 33180

## ARTICLE IX

Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

## ARTICLE X

Preemptive Rights

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 rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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## ARTICLE XI

### Initial Registered Office And Agent

The street address of the initial principal office of this corporation is c/o Stok & Associates, P.A. 2875 N.E. 191<sup>st</sup> Street, Suite 304, Aventura, Florida 33180 and the name of the initial Registered Agent of this corporation is Robert A. Stok, Esquire, c/o Stok & Associates, P.A., 2875 N.E. 191<sup>st</sup> Street, Suite 304, Aventura, Florida 33180.

## ARTICLE XII

### Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE XIII

### Additional Rights And Powers

The corporation shall have the further right and power to:

A. From time to time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

B. The corporation may, in its By-Laws, confer powers upon its Board of Directors or

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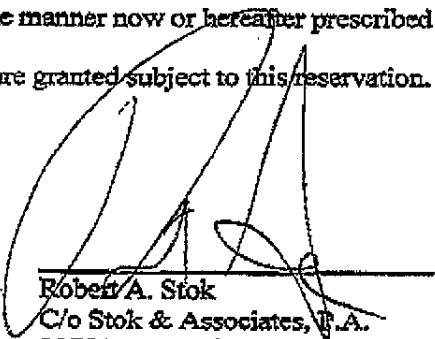
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officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

C. The stockholders and directors shall have power, if the By-Laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

D. The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

DATED this 17th day of April, 2002.



Robert A. Stok  
C/o Stok & Associates, P.A.  
2875 N.E. 191<sup>st</sup> Street, Suite 304  
Aventura, Florida 33180  
Telephone: (305) 935-4440

STATE OF FLORIDA                    )  
  )  
COUNTY OF MIAMI-DADE         )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgements, personally appeared ROBERT A. STOK, to me well known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, acknowledge before me that she subscribed to these Articles of Incorporation.

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CAPITAL CONNECTION

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WITNESS my hand and seal in the County and State named above, this 17th day of April,  
2002.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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**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 Robert A. Stok desires to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, have named, as its agent Seth W. Pachter whose address is c/o Stok & Associates, P.A., 2875 N.E. 191<sup>st</sup> Street, Suite 304, Aventura, Florida 33180 to accept service of process within Florida.

Signature: \_\_\_\_\_

ROBERT A. STOK

DATED this 17<sup>th</sup> day of April, 2002.

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 proper and complete performance of my duties.

Signature: \_\_\_\_\_

SETH W. PACHTER, Registered Agent

DATED this 17<sup>th</sup> day of April, 2002.

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