

# Florida Department of State

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## FLORIDA PROFIT CORPORATION OR P.A.

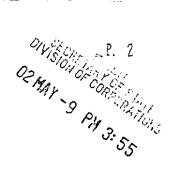
TRINITY DEVELOPMENT CORPORATION OF SOUTH FLORIDA, I

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Page Count	05
Estimated Charge	\$70.00

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## ARTICLES OF INCORPORATION

OF

## TRINITY DEVELOPMENT CORPORATION OF SOUTH FLORIDA, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

## Article I

#### NAME

The name of the corporation TRINITY DEVELOPMENT CORPORATION OF SOUTH FLORIDA, INC.

#### Article II

#### DURATION

This corporation shall exist perpetually.

#### Article III

#### NATURE OF BUSINESS

This corporation is organized to engage in all phases of the real estate industry.

## Article IV

## MAILING ADDRESS

The initial mailing address of the corporation is 44? South State Road Seven, Suite 17, Margate, Florida 33068, Atta: Corporate Records.

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#### Article V CAPITAL STOCK

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Two Million, Five Hundred Thousand (2,500,000) shares of common stock each having one dollar (\$1.00) par value.
  - (b) Preemptive Rights. Shareholder shall have no preemptive rights.
  - (c) Cumulative Voting. Cumulative voting shall not be permitted.

#### Article VI

## INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is c/o Desmond Gabriel Thomas, 441 South State Road Seven, Suite 17, Margate, Florida 33068 and the name of the initial registered agent of this corporation at that address is Desmond Gabriel Thomas.

#### Article VII

#### DIRECTORS AND OFFICERS

- (a) <u>Number</u>, this corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the laws, but shall never be less than one.
- (b) <u>Initial Director</u>. The name and street address of the members of the first board of directors of the corporation are:

Name

Street Address

Desmond Gabriel Thomas

441 South State Road Seven, Suite 17 Margate, Florida 33068

- (c) <u>Compensation</u>. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any forn.
  - (d) <u>Corporate Officers</u>. The following persons shall serve as Corporate Officers: President / Secretary: Desmond Gabriel Thomas

Vice President / Treasurer: Gladys Ogugua Thomas

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#### Article VIII

## INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgements, fines, settlements and counsel's fees, actually and neccessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having being a director, officer, employee or agent as herein provided, the foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

## Article IX

#### BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that such bylaws is not subject to amendment or repeal by the directors.

#### Article X

#### INCORPORATOR

The name and street address of the incorporator of this corporation is:

Desmond Gabriel Thomas 441 South State Road Seven, Suite 17 Margate, Florida 33068 110 2000136329

## Article XI

## <u>AMENDMENT</u>

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on May 9, 2002.

DESMOND GABRIEL THOMAS

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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 Statues, the following is submitted:

TRINITY DEVELOPMENT CORPORATION OF SOUTH FLORIDA, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Margate, State of Florida, has named Desmond Gabriel Thomas, located at 441 South State Road Seven, Suite 17, Margate, Florida 33068, as its agent to accept service of process within Florida.

Desmond Gabriel Thomas, Incorporator

Dated: May 9 300 2

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 statues relative to the proper and complete performance of my duties.

Desmond Cabriel Thomas, Registered Agent

Dated: May 9 3000