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~~June 10,~~ ^{AUG 7,} 2002

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

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-08/09/02--01022--006
****157.50 *****78.75

Enclosed please find Articles of Incorporation for HILLCREST CONSTRUCTION, INC. and HomeTech Inspections, Inc. for registration with your office. Enclosed also find our check in the amount of \$157.50 for filing fees for same.

Thank you.

John J. Frangos

John J. Frangos
P. O. Box 2364
Palm Harbor, FL 34682-2364

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FILED
02 AUG -9 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

HomeTech Inspections, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby make, subscribe, acknowledge and file with the Secretary of State, State of Florida, this certificate of incorporation for the purpose of forming it as a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I:

The name of this Corporation shall be:

HomeTech Inspections, Inc.

ARTICLE II:

The general nature of the business of this Corporation shall be to provide independent realty inspection services as required or desired by parties within the real estate industry or for parties otherwise interested in such realty.

To buy, sell, hold, own, improve, operate, lease, convey, pledge, mortgage, transfer or otherwise acquire, use and dispose of properties, both real and personal, wheresoever situated, and to exercise all such rights and privileges as may be requisite to carry out any or all of the foregoing purposes.

To purchase and acquire other businesses, or any interest in any such business or businesses, and to pay for the same in cash, or in shares or debentures of this Corporation, or partly in one of such modes and partly in the other or others.

To borrow or raise money by the issuance of debentures, bonds, bills of exchange, promissory notes, or other obligations or any securities of this Corporation, or by mortgage or in such other manner as the Board of Directors may deem proper.

To act as a general partner, a managing partner, or limited partner in real estate transactions of all kinds and descriptions wheresoever located.

To enter into working arrangements with such other persons, firms or otherwise as the Board of Directors may deem convenient or beneficial for this Corporation.

To grant to other persons, firms or otherwise the right or privilege to carry on any kind of business not prohibited by law on the premises of this Corporation and upon such terms as this Corporation shall deem expedient and proper.

To purchase or otherwise acquire and undertake all or any part of the business, properties and/or liabilities of any person, firm or otherwise, or of any business or transaction capable of being conducted so as to directly or indirectly be of benefit to this Corporation.

To invest the monies of this Corporation not immediately required by it in such manner as the Board of Directors may deem proper and beneficial to this Corporation.

To do any and everything else which in the opinion of the Board of Directors of this Corporation is necessary, convenient or beneficial to this Corporation.

It being the intention that the objects and purposes herein specified shall in no way be limited or restricted by reference

to or the inference from the terms of any other clause of these Articles of Incorporation; and, they shall be construed as independent objects and as in furtherance of, and not in limitation of, the general powers conferred by the laws of the State of Florida upon corporations organized for profit.

ARTICLE III: Capitalization.

The authorized capital stock of this Corporation shall be One Million (1,000,000) shares of common stock, par value of \$.01 per share.

All such stock shall be non-assessable, issued at and for such consideration, whether the same be cash, services, property, labor or otherwise, and upon such terms and conditions as may be fixed by the Board of Directors of this Corporation.

The Board of Directors, in its discretion, may declare and pay dividends to the holders of the common stock, share and share alike, out of the earnings of this Corporation, after making provisions, if any, as the Board of Directors may deem necessary, for working capital and for additional improvements to its property, assets and/or for the general expansion of its business. Said dividends shall be in such amounts, and declared and paid at such time, as shall be fixed by the Board of Directors of this Corporation.

No holder of the common stock of this Corporation, or of any class of stock which may hereafter be created, shall be entitled as such, as a matter of right, to subscribe for or purchase any part of any new or additional issue of stock of any class, whether now or hereafter authorized; or of any securities convertible into

stock of any class whatsoever, whether now or hereafter authorized; or whether any such class shall be issued for cash, property, labor, services or by way of dividends and all such rights are waived by each holder of the common stock and of any other class of stock which may hereafter be created; but, any such unissued stock, or any such authorized issue of new stock of any class, may be issued and disposed of, pursuant to a resolution by the Board of Directors of this Corporation, to such other persons, firms, corporations or otherwise, upon such terms as may be deemed advisable by the Board of Directors in the exercise of its discretion, but subject to the provisions of this certificate.

ARTICLE IV: Voting Rights.

Each holder of the common stock shall be entitled to one (1) vote for each share held on all matters requiring stockholder vote without cumulative rights, and a majority of such vote shall prevail.

ARTICLE V:

The amount of capital with which this Corporation shall begin shall be not less than five hundred dollars (\$500.00).

ARTICLE VI:

This Corporation shall have perpetual existence unless sooner terminated by due and proper legal procedure.

ARTICLE VII:

The Registered Principal Office of this Corporation shall be: 2325 Liston Circle, Palm Harbor, FL 34683. The undersigned subscriber, John J. Frangos, hereby accepts designation as the Registered Agent of this Corporation and the person within the

State of Florida upon whom service of process directed to this Corporation may be served.

JOHN J. FRANGOS
2325 Liston Circle
Palm Harbor, FL 34683

ARTICLE VIII:

The affairs of this Corporation shall be conducted by a Board of Directors of not less than one (1) nor more than five (5) Directors as may be determined from time to time by the holders of the common stock of this Corporation. It is not necessary that a Director be a stockholder of this Corporation.

ARTICLE IX:

The name and street address of the sole subscriber, incorporator and the first member of the Board of Directors of this Corporation, who shall hold office for the first year of existence of this Corporation, or until a successor is elected and qualified, unless otherwise provided by the By-Laws, is:

JOHN J. FRANGOS
2325 Liston Circle
Palm Harbor, FL 34683

ARTICLE X:

No contract or other transaction between this Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is or are a director or directors, or officer or officers of such other corporation, and no contract or transaction between this Corporation and any other person or firm shall be affected or invalidated by the fact that any one or more Directors

of this Corporation is a party to, or are parties to, or interested in, such contract or transaction; provided, however, that in each such case the nature and extent of the interest of such Director or Directors in such contract or transaction, or the fact that such Director or Directors is or are a director or directors or officer or officers of such other corporation is disclosed at the meeting of the Board of Directors of this Corporation at which such contract or transaction is authorized.

ARTICLE XI:

This Corporation shall indemnify every person who is serving, or has served, as a director, officer, employee or agent of this Corporation, or, at its request, of any other corporation or firm of which it is a stockholder or creditor, and from which such person is not entitled to be indemnified, in the manner and to the full extent permitted by Florida Statutes, subject to the limitations on, and conditions of, such indemnification set forth therein, which indemnification shall not affect any rights to which any such persons may be entitled.

ARTICLE XII:

1. It shall be lawful for the Board of Directors to provide for a method of issuance of stock certificates to replace lost or destroyed stock certificates, by appropriate resolution duly adopted by a majority of the Directors as a present at any regular or special meeting of the Board of Directors of this Corporation.

2. This Corporation may, in its By-Laws, confer powers in addition to the foregoing upon its Directors, and in addition to

the powers and authorities expressly conferred upon them by Florida Statutes.

3. This Corporation reserves the right to emend, alter, change, repeal or modify any provision of these Articles in the manner, now or hereafter prescribed by Florida Statutes, and all rights herein conferred upon stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name in Pinellas County, Florida, this ^{August} 7 day of ~~June~~, 2002.

I HEREBY AM FAMILIAR WITH AND ACCEPT
THE DUTIES AND RESPONSIBILITIES OF THE
REGISTERED AGENT.

John J. Frangos
JOHN J. FRANGOS

STATE OF FLORIDA
COUNTY OF PINELLAS

I, the undersigned authority, hereby certify that on this ^{7th} day of ~~June~~ ^{August}, 2002, before me personally appeared JOHN J. FRANGOS, to me known and known to me to be the person whose name is subscribed to, and who executed the foregoing Articles of Incorporation of HomeTech Inspections, Inc. and who, after being duly sworn, acknowledged to me that he did freely and voluntarily execute the same for the uses and purposes therein expressed.

WITNESS my hand and official seal set hereto as of the day and year last above written.

Notary Public, State of Florida

Melissa Simpson
Melissa Simpson

My Commission Expires:



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02 AUG -9 AM 9:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA