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TRANSMITTAL LETTER

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG 15 AM 9:30

FILED

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-08/15/02--01038--004

*****87.50 *****87.50

SUBJECT: BARONESS PROPERTIES, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$78.75 Filing Fee
☒ \$87.50 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: LOU ANN LaBOHN
Name (Printed or typed)

5600 N. FLAGLER DRIVE, NO. 2205
Address

WEST PALM BEACH, FL 33407
City, State & Zip

(561) 844-0804
Daytime Telephone number

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

AUTHORIZATION BY PHONE TO

CORRECT RA acceptance

DATE 8-16-02

BY EXAM [Signature]

8-16-02
[Signature]
15

ARTICLES OF INCORPORATION
OF
BARONESS PROPERTIES, INC.

FILED
02 AUG 15 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation shall be BARONESS PROPERTIES, INC.

ARTICLE TWO
REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is:

5600 N. FLAGLER DRIVE, NO. 2205
WEST PALM BEACH, FL 33407

The initial registered agent at the registered office is:

LOU ANN LaBOHN

The corporation's principal office and mailing address is:

5600 N. FLAGLER DRIVE, NO. 2205
WEST PALM BEACH, FL 33407

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

LOU ANN LaBOHN	5600 N. FLAGLER DRIVE, NO. 2205 WEST PALM BEACH, FL 33407
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**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of THREE members initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

Name	Address
KATHY BATCHELDER President	104 HALFMOON CIRCLE, NO. C2 HYPOLUXO, FLORIDA 33462 (561) 588-7421
PAMELA J. ROGERS Vice President/Treasurer	1915 ARABIAN ROAD WEST PALM BEACH, FL 33406 (561) 650-8344
LOU ANN LaBOHN Secretary	5600 N. FLAGLER DRIVE, NO. 2205 WEST PALM BEACH, FLORIDA 33407 (561) 844-0804

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$50.00.

**ARTICLE NINE
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 3rd day of August, 2002.

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT.



LOU ANN LaBOHN
INCORPORATOR/REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of August, 2002 by LOU ANN LaBOHN, who is personally known to me or who has produced _____ as identification and who did take an oath.

Print: _____

Signature: _____
Notary Public
State of Florida At Large
Commission Expires: _____

