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10701 S. Ocean Boulevard # 865 Hutchinson Island Jensen Beach, Florida 34957

6 September 2002

Florida Secretary of State Domestic Corporation Filings Section Post Office Box 6327 Tallahassee, Florida 32314 FILE D 02 SEP 11 AM 10: 37 SECRETARY OF STATE AND ASSEE, FLORIDA

Attn: New Filings

Reference: HUTCHINSON ISLAND TRADING, INC.

Dear Secretary,

Submitted herewith for filing are the articles of incorporation and designation of resident agent for the above named corporation.

Enclosed is a check for \$78.75 to cover the filing fee and certified copy.

Please notify my office by regular mail of the date and file number of this filing <u>and return</u> <u>all correspondence and documents to me</u>, please.

If you require anything further, please contact me directly before returning any documents.

Thank you.

ROBER

Enclosures;

772-229-2080

99/B

# Articles of Incorporation of

HUTCHINSON ISLAND TRADING, INC.

The undersigned, acting as general incorporator under statutory provisions of the Horida General Corporation Act (Chapter 607, Florida Statutes) hereby declares, adopts, ratifies, and gives notice of the foliowing articles of incorporation:

ARTICLE I: Name and Principal Place of Business

The name of this corporation is Hutchinson Island Trading, Inc.. The initial principal place of 5usiness shall be 10701 South Ocean Boulevard, # 865, Hutchinson Island, Jensen Beach, Florida 34957 (372-229-2080).

#### ARTICLE II: Commencement and Duration

This Corporation shall commence in existence on date of filing with the Secretary of State and shall exist perpetually thereafter or until sooner terminated by lawful act of its shareholders and directors.

#### ARTICLE III: Purpose

The purpose for which this corporation is organized is to engage in any activity permitted to forprofit corporations having their principal offices in this State, particularly but not limited to engaging in the business of sales, distribution, and trading of products as its directors may hereafter determine in accordance with these articles and the by-laws of the corporation.

#### ARTICLE IV: Authorized Shares

- 1. Number. The aggregate number of shares that the corporation shall have the authority to initially issue is 10,000 shares of capital stock with a par value of one dollar (\$.01) per share.
- 2. Subscriptions. Robert G. Duchaj, of 10701 South Ocean Boulevard, #865, Hutchinson Island, Jensen Beach, Florida 34957 (772-229-2080), having given good and sufficient consideration therefor in the form of \$100 cash and valuable services rendered to the corporation prior to the date hereof, has subscribed and does subscribe for the acquisition of 100 shares of the new corporation.
- 3. Stated Capital. The sum par value of all shares of capital stock of the corporation that shall have been issued at any particular time shall be the stated capital of the corporation on the books at any such time.

#### ARTICLE V: Registered Agent

The initial registered agent of the Corporation is: Edward B. Galante, whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994. (561-283-2412), and his acceptance of appointment is filed herewith and made a part hereof by reference.

#### ARTICLE VI: Number of Directors

The number of duly elected directors of this corporation shall be not less than two.

#### ARTICLE VII: Incorporation Director

The names and addresses of the persons who shall serve as incorporation directors are Robert G. Duchaj and Betty Eddy Duchaj, who shall serve in the capacity of temporary directors until the organizational meeting, at which meeting they shall by resolution duly appoint a president and secretary *pro temp* who shall by their authority and at their direction issue subscribed shares of the corporation's common stock for value received, whereupon the new shareholder(s) will duly elect director(s) to serve and hold office thereafter in accordance with Florida Law, these articles, and the by-laws of the corporation. Upon taking office, the duly elected director(s) shall ratify all prior acts of the incorporator and accept the immediate resignation of the incorporation directors, who shall thereafter have no further powers or obligations.

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

## THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

WITNESSETH that Hutchinson Island Trading, Inc., desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: Edward B. Galante Esq., whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994. (561-283-2412).

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovenamed corporation at the place designated in this certificate, I hereby accept such appointment to act in this capacity effective the date last hereinappearing and agree to comply with the provisions of said act relative to keeping open said office.

I understand and accept the obligations of registered agents as provided for in §607.325 Florida Statutes.

Edward B. Galante, Resi

STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME personally appeared Edward B. Galante who, being by me first duly sworn or affirmed and identified by Florida Drivers License, did execute the foregoing in my presence as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Stuart, Florida the date last hereinabove appearing.

Public, State of Florida at Large

My commission number is:

My commission expires;

OFFICIAL NOTARY SEAL NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. DD107149

MY COMMISSION EXP. APR. 8,2006

ARTICLE VIII: Incorporator

The name and address of the incorporator are Robert G. Duchaj, 10701 South Ocean Boulevard # 865, Hutchinson Island, Jensen Beach, Florida 34957.

ARTICLE IX: Amendment of Articles

The shareholders shall have power to adopt, amend, or repeal these articles of incorporation when proposed and approved at a duly noticed shareholders meeting.

ARTICLE X: Pre-Emptive Rights

Shareholders shall have no pre-emptive rights to purchase additional shares except upon subsequent resolution of the board of directors.

ARTICLE XI: Cumulative Voting

Shareholders shall vote their shares directly; i.e., there shall be no cumulative voting of shares.

IN WITNESS WHEREOF the undersigned incorporator declares these Articles of Incorporation for Panama Homes, Inc., hereunder setting his hand and giving his further affidavit of this declaration the

bert G. Duchaj, Incorporator

STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Robert G. Duchaj who, being by me first duly sworn or affirmed and identified by Florida Drivers License as the person described hereinabove, did execute the foregoing in my presence as incorporator for Hutchinson Island Trading, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal the date last hereinabove appearing.

Notary Public, State of Florida at Large

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