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**SPICER, ROMAGUERA
BAKER & DAWSON**
P.A.
ATTORNEYS AT LAW

EFFECTIVE DATE
10-15-02

FILED
02 OCT 21 AM 10:36
SECRETARY OF STATE
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October 17, 2002

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32317

RE: Townsend Trust Holdings, Inc.
Articles of Incorporation

Dear Sir or Madam:

Enclosed please find Articles of Incorporation and a check in the amount of \$78.75, the fee for filing the Articles, designating a registered agent and receiving a certified copy of the Articles. Please file the original Articles of Incorporation in the State records.

Thank you for your assistance. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

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*****78.75 *****78.75

Louis Townsend, Jr.
LOUIS R. TOWNSEND, JR., ESQ.

LRT/lkp
Enclosures

PARR\LOUIS TOWNSEND - PERSONAL FILE\Division of Corporations letter - 10-17-02.doc

2010/21/02

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
TOWNSEND TRUST HOLDINGS, INC.**

The undersigned incorporator to these Articles of Incorporation adopts these articles to form a For Profit "S" Corporation pursuant to Florida Statute Chapter 621, and other laws of the State of Florida as well as the Internal Revenue Service (IRS). Upon receipt of a certified copy of the Articles of Incorporation, the incorporator shall file form 2553 with the IRS to obtain "S" corporation status.

ARTICLE I - NAME

The name of the Corporation shall be Townsend Trust Holdings, Inc., located at 3605 South Ocean Blvd, Apartment 124C, Palm Beach, FL 33480.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business for Townsend Trust Holdings, Inc. will be 3605 South Ocean Blvd, Apartment 124C, Palm Beach, FL 33480, and the mailing address for the corporation shall be 26 Harvard Dr., Lake Worth, FL 33460

ARTICLE III - PURPOSE

The purpose of Townsend Trust Holdings, Inc. is to engage in any and all aspects of business, including Real Estate transactions for the benefit of the shareholders. Townsend Trust Holdings, Inc. may enter into in contracts, leases and/or agreements, including agreements for professional and non-professional services, Townsend Trust Holdings, Inc. may buy, own, obtain, lease, rent and/or otherwise acquire real and personal property, mortgages, bonds, or any other type of investment. Townsend Trust Holdings, Inc. may sell, disburse, and/or otherwise terminate interests in real and personal property, mortgages, bonds, or any other type of investment including terminating leases etc for real property. In addition, Townsend Trust Holdings, Inc. may open, close, own, manage and maintain any accounts with financial institutions and/or engage in any other business activity to advance the objectives of the shareholders.

ARTICLE IV - DIRECTORS

The Board of Directors shall consist of five (5) members, including a President, a Vice President, a Treasurer/Secretary as well as Two Honorary members of the Board of Directors. The founder, Louis R Townsend, Jr. shall serve as President, Frank Townsend, shall serve as Vice-President, Sandra Townsend, shall serve as Treasurer/Secretary and Louis R Townsend Sr. and Ena D. Townsend shall serve as

**ARTICLES OF INCORPORATION
TOWNSEND TRUST HOLDINGS Co.**

Honorary members of the Board of Directors. The members of the Board of Directors shall serve as officers of the corporation until the initial meeting, where the "preferred stock" shareholders shall ratify the existing board, following which the board members shall serve two year terms with elections as per the By Laws that shall be approved at the initial meeting. In addition, the Board of Directors shall have the power to increase and/or decrease the number of members on the Board of Directors. Upon resignation of a member of the Board of Directors, the remaining members of the board shall appoint a replacement. The addresses for the initial Board of Directors are as follows:

Louis R Townsend, Jr., Esq
26 Harvard Dr
Lake Worth, FL 33460

Frank Townsend
10 Drew Lane
Center Moriches, NY 11934

Sandra Townsend
1385 Islip Ave
Central Islip, N.Y. 11722

Louis R Townsend, Sr.
65 Palm St.
Central Islip, N.Y. 11722

Ena D. Townsend
65 Palm St.
Central Islip, N.Y. 11722

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the effective date contained in Article X of these Articles of Incorporation that are being filed with the Department of State of the State of Florida.

ARTICLE VI - REGISTERED AGENT OFFICE AND AGENT

The address of the initial registered agent's office of the Corporation known as Townsend Trust Holdings, Inc. is:

Louis R Townsend, Jr., Esq
26 Harvard Dr

**ARTICLES OF INCORPORATION
TOWNSEND TRUST HOLDINGS Co.**

Lake Worth, FL 33460

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as subscriber is:

Louis R Townsend, Jr., Esq
26 Harvard Dr
Lake Worth, FL 33460

ARTICLE VIII- ISSUANCE OF STOCK

Townsend Trust Holdings, Inc. shall issue two types of stock: preferred stock and common stock. Preferred stock holders shall have preference over common stock holders and preferred stock holders shall not have any encumbrances and/or limitations on voting rights, distribution rights, etc. The limitations on the rights, benefits, entitlements to distributions and preferences of common stock, including voting rights, shall be set forth in the By Laws, which will be adopted at the initial meeting. Townsend Trust Holdings, Inc. shall initially issue 1000 shares of preferred stock as follows: 800 shares of preferred stock shall be distributed initially; each of the three officers of the Board of Directors shall receive 200 shares of preferred stock in the initial distribution; each honorary member of the Board of Directors shall receive 100 shares of preferred stock in the initial distribution; and the remaining 200 shares of preferred stock shall be held by the corporation to be distributed at a later date at the discretion of the Board of Directors. The Board of Directors shall have the power to issue, distribute and/or recall stock. The initial value of each share of preferred stock shall be One hundred (100) U.S. dollars. In addition, the Board of Directors shall determine the payment terms for the initial stock distribution to each board member at the initial meeting.

**ARTICLES OF INCORPORATION
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ARTICLE IX AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law.

ARTICLE X – EFFECTIVE DATE

The effective date of this corporation shall be October 15, 2002.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on the 17th day of October, 2002.



LOUIS R TOWNSEND, JR., ESQ

STATE OF FLORIDA
COUNTY OF PALM BEACH

October **BEFORE ME** the undersigned authority on this the 17th day of October, 2001, personally appeared LOUIS R TOWNSEND, JR., ESQ, who is personally known to me, and who acknowledged to and before me that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, the year and date last written.



Notary Public State of Florida



Heather L. B. Salgueirinho
Commission # DD 074907
Expires Nov. 27, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
02 OCT 21 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

TOWNSEND TRUST HOLDINGS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN WEST PALM BEACH, FLORIDA, HAS NAMED LOUIS R TOWNSEND, JR., ESQ, RESIDENT AGENT, LOCATED AT 26 HARVARD DR., LAKE ORTH, FL 33460, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

DATED October, 17, 2002.




LOUIS R TOWNSEND, JR., ESQ
TOWNSEND TRUST HOLDINGS, INC.

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

DATED October, 17, 2002.



LOUIS R TOWNSEND, JR., ESQ
TOWNSEND TRUST HOLDINGS, INC.