

P02000123741

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

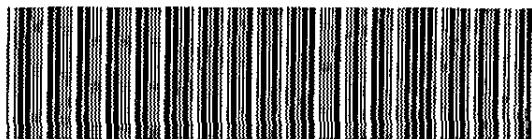
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000008898320

11/18/02--01045--018 \*\*78.75

2002 NOV 18 PM 1:42

FILED

11/20/02  
D

EDWARD de R. CAYIA, P.A.

ATTORNEY AT LAW

432 N.E. THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33301-3234

(954) 765-1400 / FAX (954) 765-1421

November 14, 2002

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

Re: BP BUILDERS, INC.

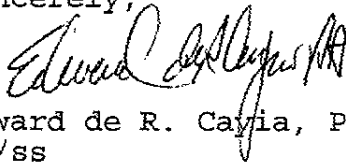
Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.

EC/ss

Enclosures

FILED

2002 NOV 18 PM 1:42

REC-11

ARTICLES OF INCORPORATION

OF

BP BUILDERS, INC.

ARTICLE I. NAME

The name of the corporation shall be BP BUILDERS, INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to engage in the real estate development business, including but not limited to purchasing, constructing, repairing, remodeling and sale and leasing of real estate, and to do any and all other acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 2661 N.E. 19<sup>th</sup> Street, Pompano Beach, FL 33062. The name of the initial registered agent of this corporation at that address is BARBARA PASSARIELLO.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The

number of Directors may be increased from time to time according to the ByLaws. The name and address of the initial Directors of the corporation are: BARBARA PASSARIELLO and PIERRE BAILLARGEON at 2661 N.E. 19<sup>th</sup> Street, Pompano Beach, FL 33062.

#### ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: BARBARA PASSARIELLO at 2661 N.E. 19<sup>th</sup> Street, Pompano Beach, FL 33062.

#### ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

#### ARTICLE X. SHAREHOLDER QUORUM AND VOTING

Sixty six percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XI. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors.

#### ARTICLE XII. DIRECTORS' TERMS

The shareholders of this corporation shall not be entitled to remove any Director from office during his term.

ARTICLE XIII. DIRECTOR QUORUM AND VOTING

Two Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

ARTICLE XIV. MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

ARTICLE XV. ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVI. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law, provided they were acting in good faith and in the best interests of the corporation.

ARTICLE XVII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders.

ARTICLE XVIII. AMENDMENT

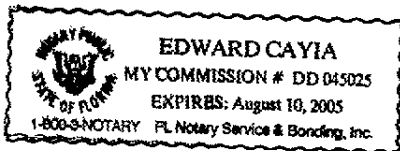
This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14 day of November, 2002.

Barbara Passariello  
BARBARA PASSARIELLO, Incorporator

STATE OF FLORIDA       )  
                                  ) ss.:  
COUNTY OF BROWARD    )

14 The foregoing instrument was acknowledged before me on this day of November, 2002 by BARBARA PASSARIELLO, identified by a Florida driver's license who did not take an oath.



Edward Cayia  
EDWARD CAYIA, Notary Public

My commission expires: \_\_\_\_\_

The undersigned, having been named as Registered Agent to accept Service of Process for BP BUILDERS, INC. at 2661 N.E. 19<sup>th</sup> Street, Pompano Beach, FL 33062, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of her duties.

Barbara Passariello  
BARBARA PASSARIELLO, Reg. Agent