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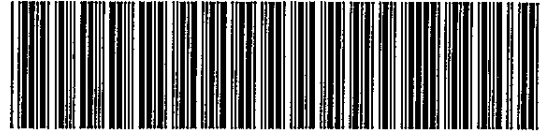
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2-25-03

**Watson & Osborne, P.A.**  
**Attorneys at Law**

KEITH WATSON  
LEE S. OSBORNE  
WILLIAM J. JOOS  
GERARD SCHLOTH

REPLY TO:  
2500 MONUMENT ROAD, SUITE 201

February 21, 2003

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

**Re: YTC INVESTMENTS, INC.**

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for YTC Investments, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,

Lee S. Osborne

LSO/cys

Enclosures

**ARTICLES OF INCORPORATION**  
**FOR**  
**YTC INVESTMENTS, INC.**

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The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

Name, Location and  
Mailing Address of Principal Office

The name of the corporation is YTC INVESTMENTS, INC. The principal office and mailing address of this corporation is 373 12<sup>th</sup> Street, Atlantic Beach, Florida 32233.

**ARTICLE II**

Purpose

This corporation is organized for the purpose of real estate investment and for transacting any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

Capital Stock

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2)(or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien. The corporation is authorized to issue six hundred (600) shares of capital stock, each share having a par value of \$1.00 to be issued as follows:

<u>Name</u>	<u>Number of Shares</u>
Chris Hionides	200
Telis Asimenios	200
John (Yiannis) Boubagiatzis and Gail Gray Boubagiatzis, his wife	200

**ARTICLE IV**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 373 12<sup>th</sup> Street, Atlantic Beach, Florida 32233, and the name of the initial registered agent of the corporation at that address is John (Yiannis) Boubagiatzis.

**ARTICLE V**  
**Directors**

This corporation shall initially have three directors. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
John (Yiannis) Boubagiatzis	373 12 <sup>th</sup> Street Atlantic Beach, FL 32233	President, Treasurer
Chris Hionides	2275 Atlantic Blvd, Suite 100 Neptune Beach, FL 32266	Vice President
Telis Asimenios	12867 Muirfield Blvd. South Jacksonville, FL 32225	Secretary

**ARTICLE VI**  
**Incorporator**

The name and street address of the incorporator of this corporation are John (Yiannis) Boubagiatzis, 373 12<sup>th</sup> Street, Atlantic Beach, Florida 32233.

**ARTICLE VII**  
**By-Laws**

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

**ARTICLE VIII**  
**Restrictions on Transfer of Stock**

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

**ARTICLE IX**  
**Director Compensation**

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.


**ARTICLE X**  
**Indemnification**

The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE XI**  
**Dissolution**

This corporation may be dissolved by a two-thirds (2/3) majority vote of the stockholders at a meeting of the stockholders called for that purpose, in the manner, not inconsistent with Florida law, set forth in the bylaws, if any, or as otherwise dictated by the terms of a Buy-Sell Agreement to be signed by the stockholders, the terms of which shall supersede. In the event of such dissolution, the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 21 day of FEBRUARY, 2003.

  
\_\_\_\_\_  
John (Yiannis) Boubagiatzis  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

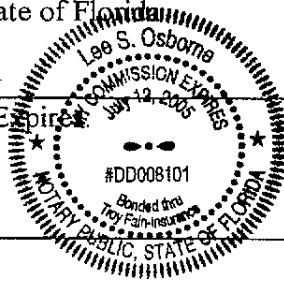
The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of Feb, 2003 by John (Yiannis) Boubagiatzis.

Notary Public, State of Florida

Print Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

Personally known ☒ or produced identification: \_\_\_\_\_



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

YTC INVESTMENTS, INC. desiring to organize under the laws of the State of Florida as a corporation, has named John (Yiannis) Boubagiatzis, who maintains an office at 373 12<sup>th</sup> Street, Atlantic Beach, Florida 32233, as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 21 day of FEBRUARY, 2003.

By: John Y Boubagiatzis  
John (Yiannis) Boubagiatzis, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 21 day of FEBRUARY, 2003.

John Y Boubagiatzis  
John (Yiannis) Boubagiatzis

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