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SECRETARY CE STATE



#### THE LAW OFFICES OF **HUDDLESTON & PALUMBO, P.A.**

112 W. New Haven Avenue, Melbourne, FL 32901 PHONE: (321) 725-4207 • FAX: (321) 725-5199

PAMELA HUDDLESTON, Esq.\* Family Law & Domestic Violence CATHERINE B. PALUMBO, Esq.\* Bankruptcy & Real Estate

ELISE SINGER, Esq., Of Counsel Family Law & Civil Litigation

April 18, 2003

Secretary of State Corporation Division State of Florida Tallahassee, Florida 32304

RE:

Coastline Custom Homes, Inc.

To Whom It May Concern,

Enclosed please find the original and two (2) copies of the Articles of Incorporation for Coastline Custom Homes, Inc.

Also enclosed is our check in the amount of \$78.75 as follows:

\$ 35.00 Filing Fee 35.00 Registered Agent Certified Copy Total

Please return the certified copy of the Articles of Incorporation to at the above address so I can promptly forward to my client, Thomas J. Palumbo.

Catherine B. Palumbo, Esquire

CBP/bla

Enclosures as stated;

\* Also Admitted in Tennessee E-MAIL: huddlestonpalumb@cs.com WEBSITE: www.hudpal.com



## ARTICLES OF INCORPORATION OF

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SECRETARY OF STATE

#### COASTLINE CUSTOM HOMES, INC.

#### Article I - Name

The name of this corporation is **COASTLINE CUSTOM HOMES**, **INC.**, and the corporations principal office and mailing address of the corporation shall be 664 South Patrick Drive, Satellite Beach, Florida 32937.

#### Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporation shall be April 25, 2003.

#### Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

#### Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

#### Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article VI - Special Provision

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

#### Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 112 West New Haven Avenue, Melbourne, Florida 32901. The name of the initial registered agent of this corporation at that address is Huddleston & Palumbo, P.A..

#### Article VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation are:

Name	Address
THOMAS J. PALUMBO	664 South Patrick Drive
Vice President, Treasurer, Secretary	Satellite Beach, Florida 32937
KEVIN KENSLEY	664 South Patrick Drive
President	Satellite Beach, Florida 32937

#### Article VIII

The name and address of the person signing these articles is: Thomas J. Palumbo, 664 South Patrick Drive, Satellite Beach, Florida 32937.

#### Article IX - Bylaws

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

#### Article X - Director's Compensation

The shareholder of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **Article XII - Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### Article XIII - Subchapter "S" Election

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.

#### ACKNOWLEDGMENT

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 17 day of 2003, by THOMAS J. PALUMBO, who is personally known to me.

Bouleup J. Anderson

(Seal)

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 or 617.0501, FLORIDA 47
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW SLORIDA
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED OFFICE, IN THE STATE OF
FLORIDA.

FILED

- 1. THE NAME OF THE CORPORATION IS: **COASTLINE CUSTOM HOMES**, **INC.**
- 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS: HUDDLESTON & PALUMBO, P.A., 112 WEST NEW HAVEN AVENUE, MELBOURNE, FLORIDA 32901.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

MUDDLESTON & PALUMBO, P.A.

By:

Catherine B. Palumbo, Esq.

Authorized Agent

nil 17 , 2003