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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: PROPERTIES PLUS, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Gregory Damery

Name (Printed or typed)

8451 Shade Av. Suite 109

Address

Sarasota, FL 34243-2878

City, State & Zip

941-360-0960

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
PROPERTIES PLUS, INC.**

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TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: **PROPERTIES PLUS, INC.**

ARTICLE II

The principal place of business and mailing address of the corporation is 850 South Tamiami Trail, # 524, Sarasota, FL 34236.

ARTICLE III

The purpose of this Corporation is to procure, or assist in the procurement, management, and marketing of real, personal, and intellectual property. The Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be **Ten Thousand (10,000)** shares of common stock having a par value of ONE DOLLAR (\$1.00).

ARTICLE V

The initial President of the Corporation shall be Gregory Damery, whose address shall be the same as the principal office of the Corporation.

ARTICLE VI

The name of the initial Registered Agent is Gregory Damery, and the street address of the initial registered office is 850 S. Tamiami Trail, # 524, Sarasota, FL 34236. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII

The name and address of the Incorporator of this Corporation is Gregory Damery, 8451 Shade Av, Suite 109, Sarasota, FL 34243-2878

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State. The Corporation shall have perpetual existence.

ARTICLE IX

- 9.1 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 9.2 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 9.3 The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE X

The Corporation may elect to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

- 10.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 10.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of the other shareholders of this Corporation, shall take any action, or make any transfer of other disposition of the shareholders shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.
- 10.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of The Corporation to be taxed

under Sub-chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE XI

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provision of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to the reservation.

ARTICLE XIII

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

IN WITNESS WHEREOF, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 30th day of April, 2003

Gregory Damery 4-30-2003
Gregory Damery/Registered Agent Date

Gregory Damery 4-30-2003
Gregory Damery/Incorporator Date

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