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2003 JUN 12 AM 9:24  
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TALLAHASSEE FLORIDA

15  
6/17/03

TRANSMITTAL LETTER

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2003 JUN 12 AM 9:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6-3-03

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

SUBJECT: EMPIRE BUSINESS BROKERS OF DESTIN, INC.  
(Proposed corporate name - must include suffix)

Enclosed is 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**

Return to:

FROM: F. B. ESTERGREN, P.A.  
Name (Printed or typed)

P.O. DRAWER 2167

Address

FT. WALTON BEACH, FL 32549

City, State & Zip

1 850 243 0139 or 1 850 830 4268

Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

EMPIRE BUSINESS BROKERS OF DESTIN, INC.

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ARTICLE I - NAME:

The name of this corporation is: EMPIRE BUSINESS BROKERS OF DESTIN, INC., hereinafter referred to as the "Corporation".

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in the Business Brokering business and for the purpose of transacting any or all other lawful business not inconsistent with Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the issuance of any new stock of the same kind, class or series as that which he or she already holds, whether for or without consideration, including but not limited to new stock issued as compensation to directors, officers, agents or employee of the corporation or to satisfy conversion or option rights; shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is:  
4 Norriego Dr., Destin, FL 32541 and the mailing address is:  
4 Norriego Dr., Destin, FL. 32541.

The name of the Registered Agent of the Corporation is:  
BILL BARRETT, and the street office address of such  
registered agent and registered office of the Corporation is:  
4 Norriego Dr., Destin, FL 32541.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have three directors initially. The  
number of directors may be either increased or decreased  
from time to time by the By-Laws but shall never be less than one.  
The names and addresses of the initial directors of the Corporation  
are: BILL BARRETT, 4 Norriego Dr., Destin, FL 32541

NICK GUGLIUZZA, 4727 Transit Rd. #11, Buffalo, NY, 14043

ALENE BARRETT, 8608 S. Kentucky St., Oklahoma City, OK 73159.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is:  
BILL BARRETT, 4 Norriego Dr., Destin, FL 32541.

ARTICLE IX - BY-LAWS:

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

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may  
sell the capital stock of the Corporation in accordance with  
the conditions of Sections 1243-1244, inclusive, of the  
Internal Revenue Code of 1954 as amended.

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Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

Bill Barrett

6/3/03

Registered Agent- Bill Barrett

Date

Bill Barrett

6/3/03

Incorporator- Bill Barrett

Date

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