

FD3000101444

EFFECTIVE DATE
9-9-03

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

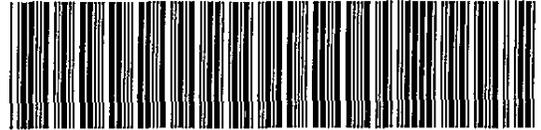
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

9-16-03
[Signature]

J. ROBERT DUGGAN, P.A.

Attorney-at-law

1029 West Magnolia Street ~ Leesburg, Florida 34748
Post Office Box 490208 ~ Leesburg, Florida 34749-0208
Telephone: (352) 787-1440 ~ Facsimile: (352) 365-6461
E-mail: jrdpa208@comcast.net

J. Robert Duggan

*A Member of
Howell, Taylor & Duggan, Attorneys
A Partnership of Professional Associations*

September 9, 2003

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

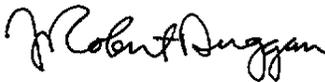
Re: **Brandenburg Development Group, Inc.**

Dear Sir or Madam:

Please find enclosed Articles of Incorporation along with my check in the amount of \$78.75 which covers the filing fee.

Thank you for your attention to this matter.

Very truly yours,



J. Robert Duggan
Attorney at Law

JRD/kl

Enclosures

ARTICLES OF INCORPORATION
OF
BRANDEBURG DEVELOPMENT GROUP, INC.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
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ARTICLE I. NAME

NAME: The name of this corporation is BRANDEBURG DEVELOPMENT
GROUP, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the 9th
day of September, 2000.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of acting as an entity which facilitates the sale and purchase of real estate under the direction of a licensed real estate broker, pursuant to the laws of the State of Florida. In addition, the corporation is authorized to carry on any and all other lawful business in the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and initial principal office of this corporation is 1300 West Citizens Boulevard, Leesburg, Florida 34748 and the name of the

initial registered agent of this corporation at that address is JOHN D. BRANDEBURG. The mailing address of the corporation is 1300 West Citizens Boulevard, Leesburg, Florida 34748. The undersigned, JOHN D. BRANDEBURG, designated registered agent, hereby accepts that designation on behalf of the corporation.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 (1). The name and address of the initial director of this corporation is:

JOHN D. BRANDEBURG
1300 West Citizens Boulevard
Leesburg, Florida 34748

ARTICLE VIII. SUBSCRIBER

The name and address of the subscriber signing these articles is:

JOHN D. BRANDEBURG
1300 West Citizens Boulevard
Leesburg, Florida 34748

ARTICLE IX. POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise, unless fifty-one percent (51%) of the Board of Directors of this corporation shall resolve to do so in a regular or special meeting at any time before or after the corporation has acted.

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on the 9th day of September, 2003.

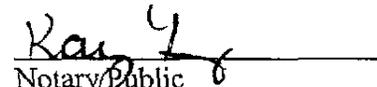

JOHN D. BRANDEBURG

STATE OF FLORIDA

COUNTY OF LAKE

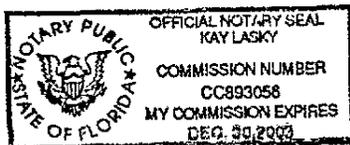
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JOHN D. BRANDEBURG, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: PERSONALLY KNOWN and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 9th day of September, 2003.


Notary Public
KAY LASKY
Printed Name

My Commission Expires:

(SEAL)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITH THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That BRANDEBURG DEVELOPMENT GROUP, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Leesburg, County of Lake, State of Florida, has named JOHN D. BRANDEBURG located at 1300 West Citizens Boulevard, Leesburg, Florida 34748 City of Leesburg, County of Lake, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: John D. Brandeburg
JOHN D. BRANDEBURG
(Registered Agent)