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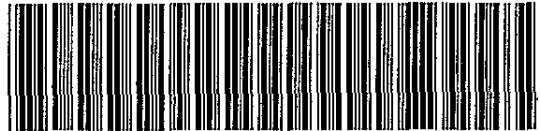
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-3-03

EDWARD de R. CAYIA, P.A.

ATTORNEY AT LAW

432 N.E. THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33301-3234

(954) 765-1400 / FAX (954) 765-1421

October 24, 2003

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

Re: HOME ENHANCEMENT GROUP, INC.

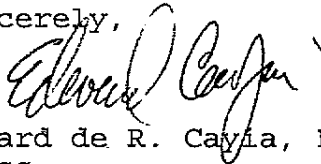
Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check #5810 in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.
EC/ss
Enclosures

ARTICLES OF INCORPORATION
OF
HOME ENHANCEMENT GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be HOME ENHANCEMENT GROUP, INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to purchase, manage, improve, sell and lease real and personal property, and to do any and all other acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is: 228 N.E. 16th Terrace, Fort Lauderdale, FL 33301. The name of the registered agent of this corporation at that address is PATRICIA VAN TONDER.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The

number of Directors may be increased or decreased from time to time according to the ByLaws. The names and addresses of the initial Directors of the corporation are PATRICIA VAN TONDER and JACOBUS M. VAN TONDER at 228 N.E. 16th Terrace, Fort Lauderdale, FL 33301.

ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: PATRICIA VAN TONDER at 228 N.E. 16th Terrace, Fort Lauderdale, FL 33301.

ARTICLE VIII. BYLAWS

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

ARTICLE IX. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

ARTICLE X. SHAREHOLDER QUORUM AND VOTING

Seventy five percent (75%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation,

shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE XII. DIRECTORS' TERMS

The shareholders of this corporation shall be entitled to remove any Director from office during his term.

ARTICLE XIII. DIRECTOR QUORUM AND VOTING

Two Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

ARTICLE XIV. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XV. ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVI. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law.

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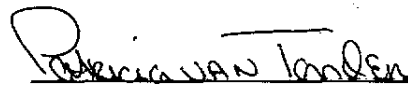
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ARTICLE XVII. AMENDMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

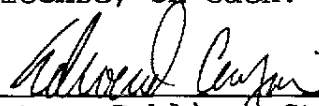
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 24 day of October, 2003.



PATRICIA VAN TONDER, Incorporator

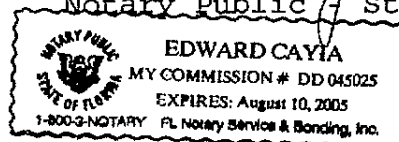
STATE OF FLORIDA)
) SS.:
COUNTY OF BROWARD)

24 The foregoing instrument was acknowledged before me on this day of October, 2003 by PATRICIA VAN TONDER who identified herself by a Florida driver's license, on oath.

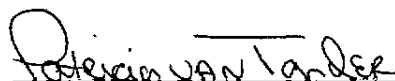


Notary Public State of Florida

My commission expires:



The undersigned, having been named as Registered Agent to accept Service of Process for HOME ENHANCEMENT GROUP, INC., at 228 N.E. 16th Terrace, Fort Lauderdale, FL 33301, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of her duties.



PATRICIA VAN TONDER, Registered Agent