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SECRETARY OF STATE
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VALIDATION ONLY

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CORPORATION(S) NAME

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Carrie Toll Free: 1-800-432-3028

# **ARTICLES OF INCORPORATION**

OF

### TWIN PALM INVESTMENTS, INC.

The undersigned subscribers to these Articles of Incorporation, both natural persons competent to contract hereby form a corporation under the laws of the State of Florida.

# ARTICLE I. NAME

The name of the corporation is:

TWIN PALM INVESTMENTS, INC.

# SECRETARY OF STATE SECRETARY OF CORPORATIONS

### ARICLE II. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the Laws of the United States and this State.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares having a par value of \$ 1.00 per share of common stock.

All of the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

Sale or transfer of capital stock will require a majority vote by the Board of Directors.

### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND (\$1,000.00) DOLLARS.

### ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

### ARTICLE VI. INITIAL STREET ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is: 7345 S.W. 45<sup>th</sup> Street, Miami, Florida 33155. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

### ARTICLE VII DIRECTOR(S)

This corporation shall have (2) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him

in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there as to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

### ARICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME

**ADDRESS** 

JOHN R. PETERSEN

434 N.E. 95<sup>TH</sup> Street

Miami Shores, Florida 33138

**BEVERLY K. JAMESON** 

434 N.E. 95<sup>TH</sup> Street

Miami Shores, Florida 33138

### ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation is:

**NAME** 

ADDRESS

JOHN R. PETERSEN

434 N.E. 95<sup>TH</sup> Street

Miami Shores, Florida 33138

**BEVERLY K. JAMESON** 

434 N.E. 95<sup>TH</sup> Street

Miami Shores, Florida 33138

### ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholder's Meeting by a majority of the stock entitled to vote thereon.

### ARTICLE XI. DATE OF COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence of this corporation shall be the date of filling with the Secretary of State.

ARTICLE XII. RESIDENT AGENT DESIGNATION

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

First -- That TWIN PALM INVESTMENTS, INC., desiring to organize under the

laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation

at the City of Miami, County of Miami-Dade, State of Florida, has named Beverly K. Jameson,

whose address is 9620 N.E. 2<sup>nd</sup> Avenue, Suite # 205, Miami Shores, Florida 33138 as its agent

to accept service of process within this state.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above stated corporation, at place

designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the

provision of said Act relative to keeping open said office.

Resident Agent

IN WITNESS WHEREOF, the parties of these articles of Incorporation have hereunto set

their hand and seal this 26 Tm-

day of November, 2003.

BY: JOHN R. PETERSEN

Subscriber

Subscriber

5

### STATE OF FLORIDA

### COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared JOHN R. PETERSEN and BEVERLY K. JAMESON, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 25 TH, day of NOVEHBER., 2003.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

NOSIN WILLIAMS
My Comm Exp. 9/23/05
No. DD 054219
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