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(Requestor's Name)

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PICK-UP

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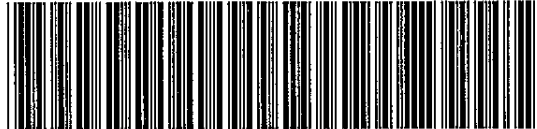
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

• 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FP & RP Properties

Signature _____

Requested by: SW 2/18

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FP & RP PROPERTIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

FP & RP Properties, Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

CAPITAL STOCK

The maximum number of shares this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE V

REGISTERED OFFICE AND AGENT

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TALLAHASSEE, FLORIDA

The street address of the Registered Office of this corporation in the State of Florida is:

1601 Forum Place
Suite 1101
West Palm Beach, Florida 33401

The Registered Agent of the corporation at the corporation's Registered Office is:

William J. Marell, Esquire

ARTICLE VI

PRINCIPAL CORPORATE OFFICE

The principal corporate office is:

5382 10th Avenue North
Lake Worth, Florida 33466

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the first Board of Directors is:

Frank Pantaleo
5382 10th Avenue North
Lake Worth, Florida 33466

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Frank Pantaleo
5382 10th Avenue North
Lake Worth, Florida 33466

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 stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 17th day of February, 2004.


Frank Pantaleo

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 17th day of February, 2004, by Frank Pantaleo, who is ~~personally known to me or who has produced~~ _____ as ~~identification, and who did (did not) take an oath.~~


Notary Public, State of Florida

My Commission Expires:  Alice Picard
MY COMMISSION # DD047505 EXPIRES
November 17, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

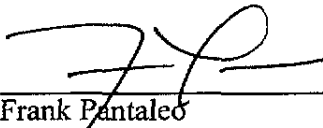
DESIGNATION OF REGISTERED AGENT

AND

ACCEPTANCE OF DESIGNATION

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That FP & RP Properties, Inc., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401, has named William J. Marell, Esquire as its agent to accept service of process within Florida.

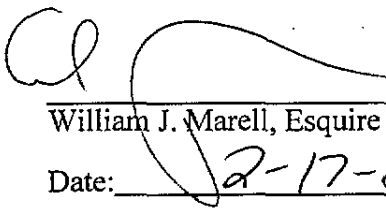


Frank Pantaleo

Title: President

Date: 2-17-04

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



William J. Marell, Esquire

Date: 2-17-04

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