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# TRANSMITTAL LETTER

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

ED APPRAISERS, INC.		
(PROPOSED CORPORA)	TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
rinal and one (1) copy of the artic	eles of incorporation and	l a check for:
\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status  PPY REQUIRED
I DHN C RITCH		
Name (	Printed or typed)	
97 SNAPPER STREET		
A	ddress	<del></del>
		_
City, s	State & Zip	
(850) 543-7446		<u></u>
Daytime Te	elephone number	
	(PROPOSED CORPORATION OF THE ARTICLE OF STATES OF STREET  SANTA ROSA BEACH, FL City, 1 (850) 543-7446	inal and one (1) copy of the articles of incorporation and \$78.75 Filing Fee & Certificate of Status  CHN C. RITCH  Name (Printed or typed)  97 SNAPPER STREET  Address  SANTA ROSA BEACH, FL 32459  City, State & Zip

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

# ARTICLES OF INCORPORATION

#### **OF**

#### ALLIED APPRAISERS, INC.

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

# ARTICLE ONE

# **CORPORATE NAME AND PRINCIPAL OFFICE**

The name of the corporation is **ALLIED APPRAISERS**, **INC.** and its principal office and mailing address is 97 Snapper Street, Santa Rosa Beach, FL 32459.

# ARTICLE TWO

# **NATURE OF BUSINESS**

The purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida. The initial purpose of this corporation is to maintain and operate a real property appraisal business.

#### ARTICLE THREE

# **CAPITAL STOCK**

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

#### ARTICLE FOUR

#### **TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon the day of filing.

#### **ARTICLE FIVE**

# REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered office of the corporation is 97 Snapper Street, Santa Rosa Beach, Florida. The registered agent is John C. Ritch.

#### ARTICLE SIX

#### **BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The names and addresses of the initial Board of Directors of the corporation are as follows:

John C. Ritch 97 Snapper Street

Santa Rosa Beach, FL 32459

Kevin R. Leibold 751 Vintage Circle

Destin, FL 32541

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until his/her/their successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

#### ARTICLE SEVEN

#### **INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

# ARTICLE EIGHT

# REMOVAL OF DIRECTOR

Any director may be removed with or without cause by a vote of the holders fifty-one percent (51%) of the shares then entitled to vote at a special meeting of the shareholders called for that purpose.

#### ARTICLE NINE

#### SHAREHOLDER OUORUM

The presence, in person or by proxy, of shareholders holding of record fifty-one percent (51%) of the total number of shares of the Corporation, then issued and outstanding and entitled to vote, shall be necessary and sufficient to constitute a quorum for the transaction of any business at any meetings of shareholders of the Corporation.

#### ARTICLE TEN

# **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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

# ARTICLE ELEVEN

# **INCORPORATOR**

The name and address of the incorporator is:

John C. Ritch 97 Snapper Street Santa Rosa Beach, FL 32459

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles on this 2<sup>nd</sup> day of June, 2004.

JOHN C. RITCH, Incorporator

# ACCEPTANCE BY THE REGISTERED AGENT

I, JOHN C. RITCH, hereby accept appointment as registered agent for the Florida corporation, ALLIED APPRAISERS, INC., and acknowledge my acceptance with my signature below on this 2<sup>nd</sup> day of June, 2004.

JOHN C. RITCH, Registered Agent