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1946 16th Avenue, Vero Beach, Florida 32960-3511 Phone: (772) 299-4511 ~ Fax: (772) 299-4480 E-mail: imlaw@bellsouth.net

February 25, 2005

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

RE:

Dear Sir, Madam:

Enclosed please find Transmittal Letter, Articles of Incorporation original and a copy, as well as check No.004113 in the amount of \$78.75 for filing of said articles.

Please provide us with the original and a certified copy of the Articles of Incorporation.

Very Truly Yours.

V.J. (Jimmy) Benincasa, Attorney

Enclosures (4)

#### TRANSMITTAL LETTÈR

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

**SUBJECT:** 

Canary Wharf Investments, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00

\$78.00

<u>X</u> \$78.75

\$87.50

Filing fee Filing fee Additional

Filing fee

Filing fee & Certified Copy Certified Copy & Certificate of Status

(Additional Copy Required)

FROM:

V.J. (Jimmy) Benincasa 1946 16<sup>th</sup> Avenue

Vero Beach, FL 32960

(772) 299-4511

Note: Provide the original and One (1) copy of the Articles of Incorporation

### ARTICLES OF INCORPORÀTION OF CANARY WHARF INVESTMENTS, INC.

#### ARTICLE I: NAME

The name of this corporation is Canary Wharf Investments, Inc.

#### ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

#### ARTICLE III: PURPOSE

This corporation is organized for the purpose of developing real estate properties and transacting any or all other lawful business enterprises in the state of Florida in the United States.

#### ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares." Fifty-percent of the initial issuance (fifty shares) of common shares shall be issued to Martyn John Beddow and fifty-percent of the initial issuance (fifty shares) shall be issued to Thomas Anthony Power.

#### ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (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 of this corporation is 1650 Cherry Stone Way, Vero Beach FL, 32963, and the name of the initial registered agent of this corporation at that address is Martyn John Beddow.

#### ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

Martyn John Beddow 1650 Cherry Stone Way, Vero Beach FL 32963 Thomas Anthony Power 1650 Cherry Stone Way, Vero Beach, FL 32963

#### ARTICLE VIII: INCORPORATORS

The name and address of the Incorporator signing these articles is: Martyn John Beddow, 1650 Cherry Stone Way, Vero Beach, FL 32963.

#### ARTICLE IX: INDEMNIFICATION

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

#### ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, 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 25th day of February, 2005.

Ву

Incorporator: Martyn John Beddow

STATE OF FLORIDA COUNTY OF

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Martyn John Beddow, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

NOTARY PUBLIC, State of Florida at Large

My commission expires: APRIL 22, 2009

## CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that Canary Wharf Investments, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1650 Cherry Stone Way, Vero Beach, FL 32963, has named Martyn John Beddow, located at 1650 Cherry Stone Way, Vero Beach, FL 32963 as its agent to accept service of process within Florida.

Dated: =/25/05

Incorporator: Martyn John Beddow

Having been named to accept service of process for the above named 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 performance of my duties.

Martyn John Beddow