

P05000078283

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800054731478

0-727/05--01029--021 **78.75

2005 MAY 27 PM 1:53
STATE
ALLIANCE FLORIDA

RECEIVED
05 MAY 27 PM 1:49
STATE
ALLIANCE FLORIDA

5/31/05

CAPITAL CONNECTION, INC.

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

2005 MAY 27 PM 1:53

STATE
TALLAHASSEE FLORIDA

The Millennium Real Estate
Group Inc.

- ☒ 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 _____

Signature

Requested by:

SP 5/27/05 12:10
Name Date Time

Walk In Will Pick Up

Articles of Incorporation
Of
The Millineum Real Estate Group, Inc

2005 MAY 27 PM 1:53
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, Adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation shall be The Millineum Real Estate Group, Inc. The principal mailing address of the corporation is 21817 Dupree Drive, Land O Lakes, FL. 34639.

ARTICLE II - DURATION

This Corporation shall commence corporate existence at the time of filing these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business of the Corporation is to do all and everything necessary, suitable and proper for the accomplishment of any of the purposed or the obtainment of any of the objectives hereinafter mentioned and to do any other act or acts, thing or things, incidental to or growing out of or connected with the aforesaid business or any part or parts thereof. Further, the Corporation can engage in any act of business permitted under the laws of the United Sates and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock of common stock having a par value of One Dollar (\$1.00). All stock issued shall be paid and non-assessable.

ARTICLE V – INITIAL STOCK ISSUE

Five Thousand common shares of Capital stock of this Corporation shall be issued initially to the following person and in the amounts set opposite their names:

Susan B. Allen	-	3,000 common shares
Tera S. Muzzio	-	2,000 common shares

ARTICLE VI – PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the first exclusive right to purchase his/her same proportional existing share thereof, as nearly as may be done without issuance of fractional shares at the same price at value determined by the average of the share/stock appraisal book value computed by two (2) different and independent CPAs using generally accepted accounting procedures and principles. If there is only one shareholder (individual) listed on the corporate ownership records, except if ownership is by Estate or Trust, then this appraisal process can be waived by the Directors of the Corporation. The Corporation will incur the expense for the stock appraisal to determine its stock/share value in accordance with the above procedure herein.

ARTICLE VII – RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial Shareholders will not be resold or otherwise transferred to other persons or entities unless such shares are first offered to the remaining Shareholders presently of record and then to this Corporation. Their price and terms at which, and the time within which, such may be offered and sold, may be further specified by written agreement among all of the Shareholders of record of this Corporation.

If no written agreement among all of the shareholders can be reached, the Directors of the Corporation will determine the fair market value of the stock by averaging the book value computed by two (2) different and independent CPAs using generally accepted accounting practices and principles. A sixty (60) day, time period will be allowed, then the Corporation must acknowledge receipt or non-receipt of each Shareholder's response.

If any Shareholder wished to purchase the stock, the Corporation will provide an immediate non-qualifying loan to any Shareholder of record of seventy-five (75%) of the stock/share recent determined value herein, such loan to be paid monthly at ten percent (10%) interest amortized over a

five (5) year period. If there are more subscription offers for the new shares than the issue of stock, then the proposed issue will be divided equally among those persons wishing to subscribe.

The Corporation will incur the expense for the stock appraisal to determine its stock/share value in accordance with the above procedure herein.

ARTICLE VIII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 21817 Dupree Drive, Land O Lakes, FL, 34639, and the name of the registered agent of this Corporation is Susan B. Allen. The Board of Directors shall have the right by majority to change the registered office and the registered agent.

ARTICLE IX – INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Director's initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director's of this Corporation is/are:

Susan B. Allen
21817 Dupree Drive
Land O Lakes, FL 34639

Tera S. Muzzio
5711 Sweet Cherry Lane
Land O Lakes, FL 34639

ARTICLE X – BY-LAWS

The power to adopt, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI – INDEMNIFICATION

This Corporation shall indemnify any Officer or Director or any former Officer or Director in the manner set out and provided for in the By-Laws of this Corporation and to the full extent permitted by Law, both in any criminal, civil or administrative proceedings.

ARTICLE XII – DIVIDEND AND VOTING

Dividends may be paid to Shareholders only out of the unreserved and unrestricted earned surplus of the Corporation. Each outstanding common share shall be entitled to one (1) VOTE. There shall be no cumulative voting.


ARTICLE XIII – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of the Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV – ACTION BY DIRECTORS WITHOUT A MEETING

The Director of this Corporation may take action by written consent, as provided by law, except the following actions must be taken at a meeting of Directors; subject to prior authorization and prior approval authorization and prior approval by three-fourths (3/4) of Shareholders entitled to vote their stocks:

1. Dissolution or merger of the Corporation; or
2. Sale of Corporate assets.

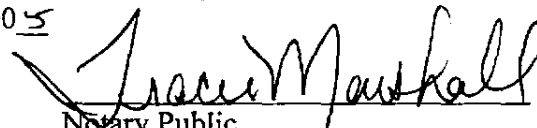

Susan B. Allen, Incorporator

5/26/05
Date

STATE OF FLORIDA;
COUNTY OF PASCO :

BEFORE ME, a Notary Public, authorized to take acknowledgements In the State and County set forth above, personally appeared Susan B. Allen, known to me t be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of MAY 2005


Notary Public
My Commission Expires 5-28-05



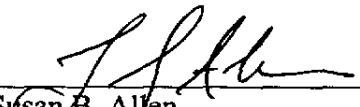
2005 MAY 27 PM 1:53

ALLAHASSEE FLORIDA

**CERTIFICATE OF ACKNOWLEDGEMENT OF REGISTERED AGENT FOR THE
PURPOSE OF ACCEPTING SERVICE OF PROCESS FOR**

The Millineum Real Estate Group, Inc.

Having been named to accept service of process for the above stated Corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Statutes, Chapter 607, and governing formation of corporations.



Susan B. Allen
21817 Dupree Drive
Land O Lakes, FL 34639
(813) 929-8755

STATE OF FLORIDA;
COUNTY OF PASCO :

BEFORE ME, a Notary Public, authorized to take acknowledgements In the State and County set forth above, personally appeared Susan B. Allen, known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of May 2005



Notary Public

My Commission Expires 5-28-05

