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### **COVER LETTER**

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

SUBJECT: LATIN REAL ESTATE DEVELOPMENT, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the art	icles of incorporation and	l a check for:	
\$70.00 \$78.75  Filing Fee Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	S87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED	
FROM: Randy L. Merritt	e (Printed or typed)		
1800 Second Street, Suite 780			
Sarasota, FL 34236 City, State & Zip			
(941) 953-4140 Daytime	Telephone number		

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



#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 4, 2005

RANDY L MERRITT 1800 SECOND ST STE 780 SARASOTA, FL 34236

SUBJECT: LATIN REAL ESTATE DEVELOPMENT, INC.

Ref. Number: W05000045696

We have received your document for LATIN REAL ESTATE DEVELOPMENT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Letter Number: 605A00060236

Dale White Document Specialist New Filings Section

## LATIN REAL ESTATE DEVELOPMENT, INC.FILED

#### ARTICLES OF INCORPORATION

2005 OCT 10 P 1:03

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the provisions of Chapter 607 of the laws of the State of Florida, and pursuant to the following articles of incorporation:

#### **ARTICLE I**

The name of this corporation shall be LATIN REAL ESTATE DEVELOPMENT, INC.

#### **ARTICLE II**

The physical business address, the mailing address as well as the principal office of the corporation shall be: Attn: 1800 Second Street, Suite 780, Sarasota, Florida, 34236.

#### ARTICLE III.

The general nature of the business to be transacted by the corporation shall be to engage in any legal purpose under the Laws of the State of Florida. It is expressly stated that the corporation may not perform any service that violates Florida Statutes, including specifically but not excluding, Florida Statutes Chapters 607.

#### **ARTICLE IV**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be three hundred (300) shares of common stock with a par value of \$0.01 (one cent) per share. All stock issued shall be fully paid and non-assessable.

#### ARTICLE V

The effective date of these Articles of Incorporation creating LATIN REAL ESTATE DEVELOPMENT, INC., shall be October 6, 2005.

#### **ARTICLE VI**

The name(s), address(es) and title(s) of the initial officers and directors follows.

Randy L. Merritt 1800 Second Street Suite 780 Sarasota, FL 34236 President, Treasurer & Director

Darryl Allion 1962 Bel Air Star Parkway Sarasota, FL 34240

Vice President & Director

Jack W. Merritt 1800 Second Street Suite 780 Sarasota, FL 34236 Vice President, Secretary & Director

Raul Casanova 3526 SW 14<sup>th</sup> Place Cape Coral, FL 33914

Director

#### **ARTICLE VII**

The corporation shall have perpetual existence unless otherwise dissolved by a unanimous vote of the shareholders.

#### **ARTICLE VIII**

The business of this corporation shall be conducted by a board of directors, as directed by the unanimous written consent of the shareholders. The board of directors will consist of one or more shareholders, the exact number of directors is to be fixed from time to time as provided in the bylaws of this corporation. The number of the directors of this corporation shall be not less than one and no more than four.

#### ARTICLE IX

The name and Florida street address of the registered agent is:

Randy L. Merritt, Esq. Merritt & Merritt 1800 Second Street, Suite 780 Sarasota, Florida 34236

#### **ARTICLE X**

The name and address of the Incorporator is:

Randy L. Merritt, Esq. Merritt & Merritt 1800 Second Street, Suite 780 Sarasota, Florida 34236

IN WITNESS WHEREOF the undersigned subscribing incorporator does hereby make subscribe, acknowledge and file in the office of the Secretary of State of the State

of Florida these articles of incorporation and certify that the facts herein stated are true.

Randy L. Merritt

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing inst October, 2005, by Randy following identification	rument was acknowledg Merritt, who is personally	ged before me this U day on the day of day day day demonstrating to me his identity.
SHAUNA DIDSBURY MY COMMISSION # DD 301918 EXPIRES: March 21, 2008 Render The Budget Notary Services	Notary Public Printed Name of Notary	

My commission expires:

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FILED FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED 10 P 1:03

Pursuant to Florida Statutes, Section 48.091, the following is submitted, in compliance therewith:

That, Latin Real Estate Development, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, in Sarasota, County of Sarasota, State of Florida, has named: Randy L. Merritt, Esq., Merritt & Merritt, 1800 Second Street, Suite 780, Sarasota, County of Sarasota, Florida, 34236, as its agent to accept service of process within this state.

LATIN REAL ESTATE DEVELOPMENT, INC., a Florida corporation,

By:

Randy L. Merritt Its President

### **ACCEPTANCE**

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 law relative to keeping open said office.

By:

Randý L. Merritt, Esq.