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(Requestor's Name)

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(City/State/Zip/Phone #)

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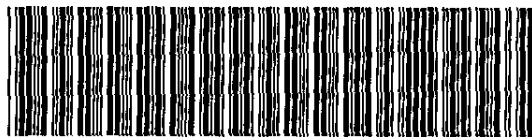
(Business Entity Name)

(Document Number)

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05 OCT 12 AM 9:40  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 4, 2005

OPEN DOOR PROPERTIES, INC.  
834 E. 20TH AVENUE  
NEW SMYRNA BEACH, FL 32169

SUBJECT: OPEN DOOR PROPERTIES, INC.  
Ref. Number: W05000045592

We have received your document for OPEN DOOR PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6962.

Valerie Ingram  
Document Specialist  
New Filings Section

Letter Number: 205A00060167

**TRANSMITTAL LETTER**

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

SUBJECT: OPEN DOOR PROPERTIES, INC.  
(Proposed Corporate Name - must include suffix)

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

|                       |                             |                               |   |
|-----------------------|-----------------------------|-------------------------------|---|
| <u>      </u> \$70.00 | <u>  X  </u> \$78.75        | <u>      </u> \$122.50        | <u>      </u> \$131.25                          |
| Filing Fee            | Filing Fee &<br>Certificate | Filing Fee,<br>Certified Copy | Filing Fee,<br>Certified Copy,<br>& Certificate |

FROM: OPEN DOOR PROPERTIES, INC.  
NAME (PRINTED OR TYPED)  
  
834 E. 20<sup>TH</sup> AVENUE  
ADDRESS  
  
NEW SMYRNA BEACH, FL 32169  
CITY, STATE & ZIP CODE  
  
(386) 427-9219  
DAYTIME PHONE NUMBER

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

**ARTICLES OF INCORPORATION**

**OF**

**OPEN DOOR PROPERTIES USA, INC.**

**FILED**  
**05 OCT 12 AM 9:40**

**CLERK OF THE CIRCUIT COURT IN AND FOR THE STATE OF FLORIDA**

We, the undersigned, being of full age, sui juris and citizens of the United States, hereby file these Articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of this corporation shall be OPEN DOOR PROPERTIES USA, INC.

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, but is primarily designed to engage in real estate.

**ARTICLE III**

The total authorized capital stock of this corporation shall be 1000 shares of common stock of par value of \$1.00 per share. Said stock shall be paid for in cash or property, labor or services at a just valuation to be fixed by the incorporator in the manner provided for by statutes, and the stock shall be issued in accordance with such valuation. The capital stock shall be Section 1244 stock.

#### **ARTICLE IV**

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

#### **ARTICLE V**

The corporation shall have perpetual existence unless sooner dissolved according to law.

#### **ARTICLE VI**

The principal place of business and general office of this corporation shall be at 834 E. 20<sup>th</sup> Avenue, New Smyrna Beach, Florida, 32169, but it may maintain offices and transact business at such other places, either within or without the State of Florida, as the Board of Directors may from time to time provide by resolution. The registered agent for the corporation shall be Richard Chappell, whose business office is located at 834 E. 20<sup>th</sup> Avenue, New Smyrna Beach, Florida, 32169 which office is hereby designated as the registered office of the corporation.

#### **ARTICLE VII**

The business of the corporation shall be conducted by a president, a vice-president, a secretary and treasurer, and a board of directors not less than the minimum required by law, or more than five. All stockholders shall possess voting power. Each member of the board of directors shall be elected at the meeting of the shareholders and each of the above-designated officers shall be elected by the board of directors, and shall hold office until their successors are elected or appointed.

The name and post office address of the first officers and directors of the corporation are:

President,  
Vice President,  
Treasurer

Richard Chappell  
834 E. 20<sup>th</sup> Avenue  
New Smyrna Beach, FL 32169

Secretary

Sylvia E. Chappell  
834 E. 20<sup>th</sup> Avenue  
New Smyrna Beach, FL 32169

#### ARTICLE VIII

The highest amount of indebtedness to which this corporation may at any time subject itself shall be unlimited.


#### ARTICLE IX

The name and post office address of the incorporators of this corporation and the amount of stock subscribed for by them are as follows:

Richard Chappell  
834 E. 20<sup>th</sup> Avenue  
New Smyrna Beach, FL 32169

100 shares

IN WITNESS THEREOF, I have hereunto set my hand and seal to the foregoing Articles of Incorporation, and acknowledged this instrument to be filed in the office of the Secretary of State, State of Florida, this 28<sup>th</sup> day of September, 2005.

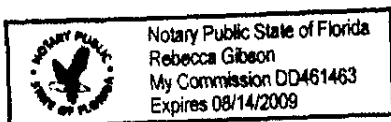
  
Name Signed


Richard Chappell  
Name Printed

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared Richard Chappell known to me to be the person described in and who acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid this 28 day of September, 2005.



  
Notary Public

Rebecca Gibson  
Notary Public Name Printed

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, AND NAMING AGENT UPON WHOM  
SERVICE MAY BE SERVED

FILED  
05 OCT 12 AM 9:40

TALLAHASSEE, FLORIDA

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said Act:

OPEN DOOR PROPERTIES USA, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in New Smyrna Beach, County of Volusia, State of Florida, has named Richard Chappell, located at 834 E. 20<sup>th</sup> Avenue, as its agent to accept service of process within this state. Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 7 day of OCTOBER, 2005.

Accepted by



Richard Chappell