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COVER LETTER

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

SUBJECT: NORTH FLORIDA REAL ESTATE INSPECTORS, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for: \$87.50 \$70.00 \$78.75 \$78.75 Filing Fee Filing Fee & Filing Fee Filing Fee, Certificate of & Certified Copy Certified Copy & Certificate Status ADDITIONAL COPY REQUIRED R. Joseph Dill, Esquire FROM: Name (Printed or typed) 4811 Atlantic Boulevard Address Jacksonville, Florida 32207

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

City, State & Zip

Daytime Telephone number

(904) 306-9955

FILED

ARTICLES OF INCORPORATION

05 OCT 17 AM 11:39

OF

OF
SECRETARY OF STATE
NORTH FLORIDA REAL ESTATE INSPECTORS, INC. TALLAHASSEF, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

Name and Place of Business

Section 1.1 Name and Place of Business. The name of this corporation is NORTH FLORIDA REAL ESTATE INSPECTORS, INC. with its principal place of business at 12481 Red Mill Court, Jacksonville, FL 32224.

ARTICLE II

Duration

<u>Duration</u>. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1 <u>Purposes</u>. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV Capital Stock

Authorized Capital. The maximum number of shares of stock which Section 4.1 this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share.

- Section 4.2 <u>Restrictions on Transfer of Stock</u>. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.
- Section 4.3 <u>Pre-emptive Rights</u>. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.
- Section 4.4 <u>Issuance of Stock</u>. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V Initial Registered Office and Agent

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 4811 Atlantic Boulevard, Jacksonville, FL 32207 and the name of the initial registered agent of this corporation at that address is R. Joseph Dill, Esquire.

ARTICLE VI Directors

- Section 6.1 <u>Number</u>. This corporation shall have I director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.
- Section 6.2 <u>Initial Directors</u>. The name and street address of the members of the first board of directors of the corporation are:

Name	Address
Antonio S. Jefferson	12481Red Mill Court Jacksonville, FL 32224
Section 6.3 <u>Indemnification</u> to the full extent permitted by law.	. The corporation shall indemnify directors and officers
	ARTICLE VII
	Bylaws
board of directors. Bylaws shall be a by either the shareholders or the boar amend or repeal any bylaw adopted	itial bylaws of this corporation shall be adopted by the dopted, altered, amended or repealed from time to time d of directors, but the board of directors shall not alter, l by the shareholders if the shareholders specifically et to amendment or repeal by the board of directors.
	ARTICLE VIII
	Incorporation

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

Address

R. Joseph Dill. Esquire

4811 Atlantic Boulevard Jacksonville, FL 32207

IN WITNESS WHEREOF, the incorporator has executed these Articles the day of October, 2005.

R. Joseph Dill

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

R. Joseph Dill/Esquire

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this Add day of October, 2005, by R. Joseph Dill, Esquire, who is personally known to me.



Print: LOUISE C. FLOYB

Notary Public, State and County Aforesaid

Commission No. DD 233784

My Commission Expires: 6-/7-07