

POS000146834

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

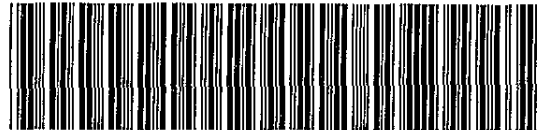
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400061012534

11/02/05--01027--029 \*\*78.75

FILED

2005 NOV -2 PM 3:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Hampton NOV 02 2005

## COVER LETTER

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

SUBJECT: \_\_\_\_\_

ATRIUM MORTGAGE EQUITY COMPANY  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: \_\_\_\_\_

STUART HART

Name (Printed or typed)

17633 GUNN HWY #126

Address

ODESSA, FL 33556

City, State & Zip

(813) 362-1660

Daytime Telephone number

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

FILED

2005 NOV -2 PM 3: 51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
Of  
Atrium Mortgage Equity Company**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**Article I - NAME**

The name of the corporation shall be:

**Atrium Mortgage Equity Company**

The principal place of business of this corporation shall be:

4809 Ehrlich Rd. Suite 102  
Tampa, FL 33624

The mailing address for this corporation shall be:

17633 Gunn Highway, #126  
Tampa, Florida 33556

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State Of Florida or any other state, country, providence, territory or nation.

**ARTICLE III - INCORPORATORS**

The name and street address of the incorporator(s) of this Corporation is/are:

Stuart Hart, 17633 Gunn Hwy #126, Odessa, FL 33556

**ARTICLE IV - TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE V- REGISTERED OFFICE AND AGENT**

The Street address of the registered office of this corporation is:

17633 Gunn Highway, #126  
Tampa, Florida 33556

The registered agent of this corporation is:

Stuart Hart  
17633 Gunn Highway, #126  
Tampa, Florida 33556

#### **ARTICLE VI - CAPITAL STOCK**

The maximum number of shares of stock, unless amended under the bylaws of this Corporation, that this corporation is authorized to have outstanding at any time shall be 5000 shares of restricted common stock having a \$0.01 (one cent) par value per share. These shares of restricted common stock must bear the following legend:

"These shares are held **subject** to certain transfer restrictions imposed by the Articles of Incorporation, which copy of said Articles may be obtained from the corporation's office."

#### **ARTICLE VII - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds or of any new kind, class, or series of stock, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE VIII - STOCK TRANSFER RESTRICTIONS**

Before there can be a valid sale or transfer of any of the shares of the corporation by any holder thereof, such holder shall first offer said shares to the corporation and then to the other holders of shares in the following manner:

1. Such offering shareholder shall deliver a notice in writing to the Secretary of the corporation stating the price, terms and conditions of such proposed sale or transfer, the number of shares to be sold or transferred, and his intention to sell or transfer such shares. Within twenty (20) days thereafter, the corporation shall have the prior right to purchase such shares so offered at the price and on the terms and conditions stated in the notice. Should the corporation fail to purchase any or all of the so offered shares at the expiration of the twenty (20) day period, or prior thereto decline to purchase the shares, the Secretary of the corporation shall, within five (5) days thereafter, mail or deliver to each of the shareholders of record a copy of such notice given by the shareholder to the Secretary. Such notice may be mailed to them at their last known address as such address may appear on the books of the corporation. Within ten (10) days after mailing or delivering of the copies of the orders to the shareholders, any such shareholder desiring to acquire any or all of the shares referred to in the notice shall deliver by mail or otherwise, to the Secretary of the corporation a written offer expressed to be acceptable immediately, to purchase a specified number of such shares at the price, on the terms and conditions stated in the notice. Each such offer shall be accompanied by the purchase price therefore with authorization to pay such price against delivery of the shares.
2. If the total number of shares specified in the offers to purchase exceeds the number of shares to be sold or transferred, each offering shareholder shall be entitled to purchase such proportion of shares as the number of shares of the corporation he holds bears to the total number of shares held by all shareholders desiring to purchase the shares.
3. After the said thirty-five (35) day period, the shareholder desiring to sell or transfer such shares may sell or transfer any shares referred to in his notice that were not sold or transferred to the corporation or shareholders of record to any person or person; provided, however, that he shall not sell or transfer such shares at a lower price or on the terms more favorable to the purchaser or transferee than those specified in his notice to the Secretary of the corporation. The shareholder desiring to sell or transfer such shares may amend his offer to sell or transfer any or all of his shares but must resubmit his amended notice to transfer or sell shares to the Secretary of the corporation and will be subject to the conditions and terms of Article VIII of the Articles of Incorporation of this corporation.

#### **ARTICLE IX – POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carryout its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE X – REGISTERED OWNERS**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE XI - DIRECTORS**

This corporation shall have one Director initially. The name and street address of the Director is:

Stuart Hart  
17633 Gunn Highway #126  
Odessa, FL 33556

#### **ARTICLE XII – BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE XIII - OFFICERS**

The name and address of the initial officer of this corporation is:

President / Secretary / Treasurer – Stuart Hart  
17633 Gunn Highway #126  
Odessa, FL 33556

#### **ARTICLE XIII – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE XV – AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to reservation.

IN WITNESS WHEREOF, that the undersigned as the sole incorporator has executed the foregoing Articles of incorporation on this 1<sup>st</sup> day of November, 2005.

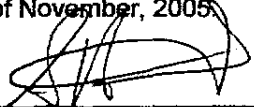
  
\_\_\_\_\_  
STUART HART, INCORPORATOR

**ACCEPTANCE OF DUTIES BY REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as a registered agent for Atrium Mortgage Equity Company under the applicable provisions of the Florida Statutes. The registered office of the corporation as set forth in the Articles of Incorporation is:

17633 Gunn Highway #126  
Odessa, FL 33556

IN WITNESS WHEREOF, that the undersigned as the registered agent foregoing acknowledgment on this 1<sup>st</sup> day of November, 2005

By:   
Stuart Hart, Registered Agent for Atrium Mortgage Equity Company