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Hidden Treasures 4121 NW 5th Street, Suite 218 Plantation, FL 33317

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SECRETARY OF STATE
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## Articles of Incorporation of SLEM Development, Corp.

We the undersigned do hereby subscribe these Articles of Incorporation for the purpose of forming a corporation under laws of the State of Florida, Chapter 607, and subject to the following provisions.

#### **Article One**

The name of the corporation shall be: SLEM Development, Corp.

#### **Article Two**

The corporation shall be perpetual existence and may engage in any activity or business permitted under the laws of the United States and the State of Florida; more specifically:

- A. To manufacture, purchase or otherwise acquire, and to own mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, land, real and personal property, good, wares, merchandise and services of every class, kind and description.
- B. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other States, districts, territories, countries, or colonies.
- C. To contract debts and borrow money, issue and sell pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- E. To acquire by purchase, subscription or otherwise to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, script, warrants, rights, bonds, debentures, notes, trusts, receipts, and other securities, obligation, chooses in action and evidence of indebtedness, or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by government of the United States of America, or by foreign government, or by any state, territory, province, municipality, or their political subdivision or by any governmental agency. And or owner thereof to posses and exercise all rights, powers and privileged of ownership, including the right to execute consistent and vote thereon.

- E. (con't) and to do any and all acts necessary or advisable for the preservation, protection, improvement, and enhancements in value thereof.
- F. In general, to carry on any other business in connection with the forgoing, and have exercise all the power conferred by the laws of Florida upon corporation formed under its laws, and to do any or all things herein above set forth to the same extent as natural persons might or could do submit to the limitations of the law.

#### **Article Three**

The corporation shall issue 1,500,000 (one million five hundred thousand) shares of common stock have a \$1.00 per value. All or any part of the capital stock may be paid either in lawful monies of the United States of America, or in assets transferred to the corporation, at a true valuation as of the time of the exchange of stock.

#### **Article Four**

The principal office of the corporation shall be located at: 108 Vision Street
Lake Placid, FL 33852

Other offices for the transaction of business may be located wherever the President or Vice President may deem necessary or expedient.

#### **Article Five**

The corporation shall have (6) Director(s) initially. The number of directors my be increased or decreased from time to time in such a manner as may be prescribed by the By-laws, but shall always be at least (1) one, but not more than (7) seven.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and serves at the request of the corporation, as a director or officer of any other corporation from against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director of officer of this corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer and shall reimburse each such person for all legal and other expense reasonably incurred by him in connection with any such claim or liability provided that no person shall indemnified against, or to be reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudge that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

#### Article Five (con't)

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are peculiarly or otherwise interested in, or are directors, or officers, of such other corporation. Any director, individual, or any firm of which any director may be a member, party to, or may be peculiarly or to otherwise interested in any contract or transaction of the corporation, provided the fact that the interest should be disclosed or should have been known to the Board of Directors at which action upon any such contract or transaction shall The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and serves at the request of the corporation, as a director or officer of any other corporation from against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director of officer of this corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer and shall reimburse each such person for all legal and other expense reasonably incurred by him in connection with any such claim or liability provided that no person shall indemnified against, or to be reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudge that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are peculiarly or otherwise interested in, or are directors, or officers, of such other corporation. Any director, individual, or any firm of which any director may be a member, party to, or may be peculiarly or to otherwise interested in any contract or transaction of the corporation, provided the fact that the interest should be disclosed or should have been known to the Board of Directors at which action upon any such contract or transaction shall be taken, an any director of the corporation who is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such director or officer of such other corporation or not so interested.

#### **Article Six**

The names and post office addresses of the members of the first Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

#### **Board of Directors:**

Name:	Address:
Vegail Brown, CEO	232 Humphrey Ave. Lake Placid, FL 33852
Spencer Hawthorne, President	820 Hickory Glen Drive Seffner, FL 33584
Linda Oils, 1st Vice President	P.O. Box 214 Sebring, FL 33871
Sophia Irvin, 2nd Vice President	3829 Colorado Drive Hope Mills, NC 28348
Melvin Hawthorne Jr., Treasurer	5613 NW Scepter Drive Port St. Lucie, FL34983
Aisha Holden. Secretary	234 Bonnie Road Lake Placid, FL 33852

#### Article Seven

The names and address of the subscribers of these Articles of Incorporation and the number of shares of stock which each has agrees to take are as follows:

Name:	Address:	Shares:
Vegail Brown, CEO	232 Humphrey Ave. Lake Placid, FL 33852	250,000
Spencer Hawthorne. President	820 Hickory Glen Drive Seffner, FL 33584	250,000
Linda Oils, 1st Vice President	P.O. Box 214 Sebring, FL 33871	250,000
Sophia Irvin, 2nd Vice President	3829 Colorado Drive Hope Mills, NC 28348	250,000
Melvin Hawthorne Jr Treasurer	5613 NW Scepter Drive Port St. Lucie, FL34983	250,000
Aisha Holden, Secretary	234 Bonnie Road Lake Placid, FL 33852	250,000

The corporation shall have full power to carry on and transact each or all of the business enumerated in Articles Two of these Articles of Incorporation and shall have all the general and additional powers now and hereafter conferred upon it by law.

#### **Article Eight**

These Articles of Incorporation may be amended in the manner provided by law. Every amended shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders meeting by a majority of the stock entitled to vote thereon.

#### **Article Nine**

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of other authority from the stockholders except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which at such time be actually issued unless otherwise provided by the By- Laws of the Board of Directors. All holders of common stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

#### **Article Ten**

The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

#### **Article Eleven**

The Registered Agent for Service of Process in the State of Florida and its registered office shall be:

Hidden Treasures Tax and Credit, Corp. 4121 NW 5th Street, Suite 218 Plantation, FL 33317

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501. Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registers office/ registered agent, in the State of Florida

The name of the Corporation is: SLEM Development, Corp.

The name and address of the registered agent and office is:

Hidden Treasures Tax and Credit, Corp. 4121 NW 5th Street, Suite 218 Plantation, FL 33317

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agrees to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my duties, and I am familiar with and accept the obligations of my position as registered agent.

6.6.07 Date

#### **Article Twelve**

The shareholders may at their sole discretion, repeal, alter, or amend the By-laws of this corporation as provided under Chapter 607.081 of the Florida Statues, restricting the power vested in the Board of Directors to adopt, or repeal the By- Laws within its regular course of business.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this day of June 2007.

Signature of Incorporator(s)

Spencer Hawthorne, President

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0/0/0**%**Date:

2014

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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State of Florida County of <u>Broward</u>

The forgoing instrument was acknowledged before me this \_\_\_\_\_\_ day of June 2007 by Spencer Hawthorne. President of SLEM Development. Corp., a Florida corporation, on behalf of the corporation. He has produced a Florida Driver's License as identification.

Safrina R. Ladson, Notary

State of Florida County of <u>Broward</u> KATRINA R. LADSON
Notary Public - State of Ftorida
My Commission Expires May 11, 2008
Commission # DD 658478

The foregoing instrument was acknowledged before me this 67 day of June 2007 by Melvin Hawthorne. Treasurer of SLEM Development, Corp., a Florida corporation, on behalf of the corporation. He has produced a Florida Driver's License as identification.

Catrina R. Ladson, Notary

