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SECRETASY OF STATE



WO7-27851

# JAMES J. BUTLER ATTORNEY AT LAW

821 EAST OCEAN BOULEVARD, SUITE B. STUART, FLORIDA 34994-3559 . TELEPHONE (772) 283-5555 FAX (772) 283-8028

June 8, 2007

Secretary of State The Capitol Tallahassee, Florida 32399-000

Attention: Corporations

Re: DDV, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$78.50.

Please return to me proof of filing.

If there are any questions or concerns, please do not hesitate to call.

Sincerely,

JAMES J. BUTLER

JJB/abb enclosures xc: client



# FLORIDA DEPARTMENT OF STATE Division of Corporations

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June 12, 2007

JAMES J BUTLER ESQ 821 EAST OCEAN BLVD SUITE B STUART, FL 34994-3559

SUBJECT: DDV, INC.

Ref. Number: W07000027851

We have received your document for DDV, INC. and your check(s) totaling \$78.50. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

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) 245-6931.

Becky McKnight Document Specialist New Filing Section

Letter Number: 207A00039523

# ARTICLES OF INCORPORATION

OF

# VITAL HOMES, INC.

The undersigned, acting as incorporator for the purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

# ARTICLE ONE

The name of the corporation is Vital Homes, INC.

# ARTICLE TWO

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's initial registered office and the address of the registered agent is:

# 2106 SE Dolphin Rd. Port St. Lucie, FL 34952

The name of the registered agent at the above address is Donald D. Vitalle, Jr..

#### ARTICLE THREE

The corporation is authorized to issue 10,000 shares of common stock at no par value each. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value. The following shares shall be issued initially:

Donald D. Vitalle, Jr. 2106 SE Dolphin Rd Port St. Lucie, FL 34952 100 shares

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#### ARTICLE FOUR

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

#### ARTICLE FIVE

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

#### ARTICLE SIX

The corporation may engage in any business legally permitted within the State of Florida.

#### ARTICLE SEVEN

The corporation shall initially have one director which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one. The initial director shall be **Donald D. Vitalle, Jr.**.

# ARTICLE EIGHT

The name and address of the individual who is the incorporator and initial director is:

# DONALD D. VITALLE, JR. 2106 SE Dolphin Rd Port St. Lucie, FL 34952

#### ARTICLE NINE

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President Donald D. Vitalle, Jr.
Secretary Donald D. Vitalle, Jr.
Treasurer Donald D. Vitalle, Jr.

# ARTICLE TEN

The bylaws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the board of directors from time to time.

# ARTICLE ELEVEN

Meetings of the Shareholders, Board of Directors and officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

# ARTICLE TWELVE

After incorporation, the corporation may adopt a plan agreeable to and consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provision of the U.S. Internal Revenue Code and any other elections available to it under the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_\_\_\_\_ day of June, 2007.

DONALD D. VITALLE, JR.

# STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared DONALD D. VITALLE, JR., known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct to the best of his knowledge and belief.

SWORN TO and subscribed before me on this th day of June 2007.

Notary Public

State of Florida at Large

Versonally Known
 Produced Identification

James 3. Butler
MY COMMISSION # DD232907 EXPIRES
July 21, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First – That Vital Homes, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, County of Martin, State of Florida has named **DONALD D. VITALLE, JR., 2106 SE Dolphin Rd., Port**St. Lucie, FL 34952 being in the County of St. Lucie, State of Florida, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENTS:

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 Act relative to keeping open said office.

DONALD D. VITALLE, JI Resident Agent

Date: b\\\\17

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