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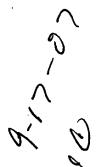


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SECRETARY OF STATE

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JQHN F. McGUIRE, ESQ. ALSO LICENSED IN MICHIGAN

ELYSE M. McGUIRE, ESQ.

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SEAN PATRICK COX, ESQ.
ALSO LICENSED IN MICHIGAN

September 12, 2007

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

Re: Enclosed Articles of Incorporation

To Whom it May Concern:

Enclosed please find my client's articles of incorporation and filing fee of \$78.75. Please return a certified copy of the articles to my office. Thank You.

Sincerely,

John A. Smitten, Esquire

Enc/jas Cc: client

# ARTICLES OF INCORPORATION OF HALKI MARKET, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

### HALKI MARKET, INC.

The principal place of business of this corporation shall be 520 Athens Street, Tar Springs, FL 34689.

#### 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, the State of Florida, or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

#### **ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 520 Athens Street, Tarpon Springs, FL 34689 and the name of the initial registered agent of the corporation at that address is John Korfias.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

### **ARTICLE VI. PREEMPTIVE RIGHTS**

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

#### **ARTICLE VII. DIRECTORS**

The number of directors constituting the initial Board of Directors shall be one, and the names and addresses of the persons who are to serve as members are as follows:

(1) John Korfias

520 Athens Street, Tarpon Springs, FL 34689

### **ARTICLE VIII. INCORPORATORS**

The name and street address of the incorporators to these Articles of Incorporation are:

(1) John Korfias

520 Athens Street, Tarpon Springs, FL 34689

Hulk Morketitak IN WITNESS	WHEREOF, we, th	he undersigned	incorporators and	authorized	agents of
TO > TENEZL'S LANDS	INC., hereu	into set our han	d and seal on this	day of	•
9-04.	, 20 <u>07.</u> .			,,	

John Korfias

# DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE

The initial Registered Agent is John Korfias, 520 Athens Street, Tarpon Springs, FL 34689. By his signature below, he hereby accepts.

ohn Korfias

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me on John Korfias, who is personally known to me or produced \_\_\_\_\_F

7-04-0/-

by

identification.

Signature and Seal of

My Commission D0591054
Expires 10/29/2010

FILED

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SECRETARY OF STATE

# ACTION BY WRITTEN CONSENT IN LIEU OF THE FIRST MEETING OF THE BOARD OF DIRECTORS OF HALKI MARKET, INC.

We, the undersigned, being all of the members of the Board of Directors of HALKI MARKET, INC., a corporation organized and existing under the laws of the State of Florida, do hereby take the following actions by unanimous written consent, pursuant to the provisions of Section 607.0821, Florida Statutes:

#### **ARTICLES OF INCORPORATION**

**RESOLVED**, that the Articles of Incorporation of the Corporation were filed with the office of the Secretary of State of Florida on or about 09-04-2007, and a copy of the Articles of Incorporation, certified by the Secretary of State of Florida, has been returned to the Corporation and placed in the Corporation's minute book.

### APPROVAL OF INCORPORATOR ACTIONS

**RESOLVED**, that the actions taken by the incorporator of the Corporation are hereby ratified and approved in their entirety.

#### **ELECTION OF OFFICERS**

**RESOLVED**, that John Korfias is elected to serve as President, Secretary, and Treasurer of the Corporation, until his/her/their respective successors are duly elected and have qualified, unless they sooner die, resign or are removed.

#### **BYLAWS**

**RESOLVED**, that the Bylaws attached hereto as <u>Exhibit A</u> are adopted as the Bylaws of the Corporation for the governing of the Corporation, the conduct of its affairs and the management of its property and business; a copy of said Bylaws to be placed in the Corporation's minute book.

#### **STOCK CERTIFICATES**

**RESOLVED**, that the form of stock certificates as set forth in the "Corporate Kit" is adopted as the form for the stock certificate of the Corporation.

### **CORPORATE SEAL**

**RESOLVED**, that the seal of the Corporation shall consist of two concentric circles with the words "HALKI MARKET, INC." inscribed within the outer circle and the words "FLORIDA," "CORPORATE," "SEAL" and "2007" inscribed within the inner circle; an impression of the seal of the Corporation appears in the margin of Article XI of the Bylaws.

#### **PURCHASE OF SUPPLIES**

**RESOLVED**, that the Secretary of the Corporation is authorized and instructed to purchase any and all supplies as might be necessary or desirable for the proper conduct of the business of the Corporation, such as books, books of account, stationery and office supplies.

#### REGISTERED AGENT AND REGISTERED OFFICE

**RESOLVED**, that the registered agent and registered office of the Corporation for service of process as set forth in the Articles of Incorporation as filed on 09-04-2007 is:

John Korfias 520 Athens Street Tarpon Springs, FL 34689

#### **EMPLOYEES AND CONTRACTS**

**RESOLVED**, that the President and Vice President(s), if any, are authorized to hire all employees and execute all contracts necessary for the operation of the business of the Corporation.

# **INCORPORATION EXPENSES**

**RESOLVED**, that all expenses pertaining to the incorporation and organization of the Corporation shall be promptly paid.

# **ISSUANCE OF STOCK**

**RESOLVED**, that the President and Secretary of the Corporation are hereby authorized and directed to issue the following shares of the authorized capital stock of the Corporation at this time:

Shares to be <u>issued to</u>	Number of <u>Shares</u>	Consideration <u>Therefor</u>	
John Korfias	100	\$00	

## **SUBCHAPTER S ELECTION**

**RESOLVED**, that the officers of the Corporation are hereby directed to execute such documents and take such steps as necessary to effectuate a "Subchapter S" election with the Internal Revenue Service.

#### **BOARD OF DIRECTORS**

John Korfias

# ACTION BY WRITTEN CONSENT OF THE SHAREHOLDERS OF HALKI MARKET, INC.

We, the undersigned, being the holders of all of the issued and outstanding shares of HALKI MARKET, INC., do hereby take the following action by unanimous written consent pursuant to the provisions of Section 607.0704, Florida Statutes:

RESOLVED, that the shareholders of the corporation elect that the corporation be taxed as a "Subchapter S" corporation in accordance with the current Internal Revenue laws.

IN WITNESS WHEREOF, we have executed this Action by Written Consent effective as of the the day of \_\_\_\_\_\_\_\_, 2007.

NO. OF SHARES

**SHAREHOLDERS** 

100

John Korfias