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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**hap-jap investments, inc**

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107000272-006

**ARTICLES OF INCORPORATION  
OF  
HAP-JAP INVESTMENTS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned incorporator hereby forms a corporation under Chapter 601, the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be **HAP-JAP INVESTMENTS, INC..**

**ARTICLE II. NATURE OF BUSINESS**

This Corporation shall engage in buying and selling real estate and financial investments as permitted under the laws of the United States and of the State of Florida.

**ARTICLE III. PRINCIPAL OFFICE**

The address of the principal office of this corporation is 12838 75<sup>th</sup> Lane North, Royal Palm Beach, Florida 33412. The mailing address is the same.

**ARTICLE IV. INCORPORATORS**

The name and address of the incorporators of this corporation are:

**HOWARD PRICE**  
12838 75<sup>TH</sup> Lane North  
Royal Palm Beach, Florida 33412

**ARTICLE V. PRESIDENT**

The initial President of the corporation shall be **HOWARD PRICE** whose address shall be 12838 75<sup>TH</sup> Lane North, Royal Palm Beach, FL 33412.

Prepared By: Mario C. Capita, Esq.  
4801 S. University Drive, Ste 264  
Orlando, Florida 32828  
(954) 889-1713

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#### **ARTICLE VI. VICE PRESIDENT**

The initial Vice President of the corporation shall be JULIA PRICE whose address shall be the same as the principal office of the corporation.

#### **ARTICLE VII. SECRETARY**

The initial Secretary of the corporation shall be HOWARD PRICE whose address shall be the same as the principal place of the corporation.

#### **ARTICLE VIII. TREASURER**

The initial Treasurer of the corporation shall be HOWARD PRICE whose address shall be the same as the principal place of the corporation.

#### **ARTICLE IX. CORPORATE CAPITALIZATION**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of common stock, each having a par value of ONE DOLLAR (\$1.00).

#### **ARTICLE X. POWERS OF CORPORATION**

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

#### **ARTICLE XI. TERMS OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE XII. TITLE**

The Corporation, to the extent permitted by the 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 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 XIII. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 12838 75<sup>TH</sup> Lane N, Royal Palm Beach, FL 33412. The name of the initial registered agent of the Corporation shall be HOWARD PRICE.

#### **ARTICLE XIV. BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but 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 XV. EFFECTIVE DATE**

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

#### **ARTICLE XVI. 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 the rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

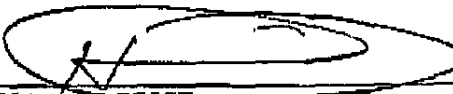
**ARTICLE XVII. SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

**ARTICLE XVIII. PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 17 day of October, 2007.

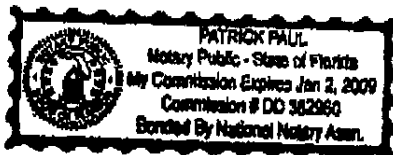
  
HOWARD PRICE  
Incorporator

STATE OF FLORIDA        )

COUNTY OF BROWARD    )

The foregoing Articles of Incorporation of HAP-JAP INVESTMENTS, INC. acknowledged before me this 17 day of October, 2007 by HOWARD PRICE who is personally known to me or has produced identification \_\_\_\_\_.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:



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**ACKNOWLEDGMENT OF REGISTERED AGENT**

HOWARD PRICE having a business office located at which is the business office identical with the registered office, and having been designated the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

BY: 

HOWARD PRICE

Date: October 11, 2007

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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