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Account Number: I20010000022 Phone

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# FLORIDA PROFIT/NON PROFIT CORPORATION

SASKIA W. MADISON, P.A.

Certificate of Status	0
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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF SASKIA W. MADISON, P.A.

# ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Corporation is SASKIA W. MADISON, P.A. The principal place of business of the Corporation is c/o BLOOMGARDEN, GOUDREAU & ROSEN, P.A. 8551 WEST SUNRISE BLVD., SUITE 208, FORT LAUDERDALE, FL 33322.

## ARTICLE II - REGISTERED OFFICE AND AGENT

The address of the registered office in the state of Florida is 8551 WEST SUNRISE BLVD., SUITE 208, FORT LAUDERDALE, FL 33322. The name of the registered agent at such address is PHILIP C. ROSEN, ESQ.

## ARTICLE III — CORPORATE PURPOSES, POWERS, AND RIGHTS

- 3.1 The nature of the business to be conducted or promoted and the purposes of the Corporation are as follows:
  - (a) To engage in the practice of real estate.
  - (b) To buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, as principal, agent, or broker, and on commission or otherwise; to do everything suitable, proper and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.
  - (c) Any lawful act or activity for which a professional service corporation engaged in such profession may be organized under the Professional Service Corporation and Limited Liability Company Act and in which such a corporation is permitted to engage under other applicable law.
- 3.2 In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Professional Service Corporation and Limited Liability Company Act.

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## ARTICLE IV — CAPITAL STOCK

4.1 The total number of shares of capital stock the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$1.00 par value per share.

## ARTICLE V — INCORPORATOR

5.1 The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

PHILIP C. ROSEN, ESQ.

c/o BLOOMGARDEN, GOUDREAU & ROSEN, P.A. 8551 W. SUNRISE BLVD., SUITE 208 FT. LAUDERDALE, FL 3332

5.2 The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

## ARTICLE VI - BOARD OF DIRECTORS

- 6.1 All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the Bylaws of the Corporation.
- 6.2 (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.
- (b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.
- (c) The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name

Address

SASKIA W. MADISON

c/o BLOOMGARDEN, GOUDREAU & ROSEN, P.A. 8551 WEST SUNRISE BLVD., SUITE 208, FORT LAUDERDALE, FL 33322.

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#### ARTICLE VII --- AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

## ARTICLE VIII — INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the state of Florida, does make, file, and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Dated: March 27, 2009

PHILIP C. ROSEN, ESQUIRE

(SEAL)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR FLORIDA
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act, the following is submitted:

SASKIA W. MADISON, P.A., with its principal place of business c/o BLOOMGARDEN, GOUDREAU & ROSEN, P.A., 8551 WEST SUNRISE BLVD., SUITE 208, FORT LAUDERDALE, FL 33322, has named PHILIP C. ROSEN, ESQ., located at 8551 W. SUNRISE BLVD., SUITE 208, FT. LAUDERDALE, FL 33322, as its agent to accept service of process within Florida.

Having been named to accept service of process for SASKIA W. MADISON, P.A. at the place designated in this certificate, I hereby agree to act in this capacity, and the undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties, and the undersigned accepts the duties and obligations of a Registered Agent under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act.

Dated: March 27, 2009

BLOOMGARDEN, GOUDREAU & ROSEN, P.A.

Ву:

PHILIP C. ROSEN, ESQUIRE

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SECHULARY OF STATE TALLARASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

Before me the undersigned authority, personally appeared PHILIP C. ROSEN, ESQUIRE, personally known by me to be the person who executed the foregoing document.

In witness whereof I have hereunto set my hand and seal this 29 day of March, 2009.

NOTARY PUBLIC

My Commission expires:

