

# Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)617-6391

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696 DEPARTMENT OF STATE

# FLORIDA PROFIT/NON PROFIT CORPORATION

## federal property resgistration corp.

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Help

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EMPIRE CORP KIT PAGE 01/06

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#### ARTICLES OF INCORPORATION

#### PEDERAL PROPERTY REGISTRATION CORP.

THE UNDERSIGNED subscribers of these Articles of Incorporation, natural persons, competent to contract, form a corporation under the laws of the State of Plorida, and further agree to the following conditions of said corporation.

#### ARTICLE 1

#### NAME

The name of the corporation is: FEDERAL PROPERTY REGISTRATION CORP.

### ARTICLE II

DURATION

This corporation shall have perpetual existence commencing the date of SKT ing of these Articles.

ARTICLE III

PURPOSE

This corporation is the filing of these Articles.

This corporation is organized for the purpose of transaction of any or all lawful business.

#### **ARTICLE IV**

#### AUTHORIZED STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of one cent (\$.01) per share.

#### ARTICLE V

#### **VOTING RIGHTS**

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EMPIRE CORP KIT

PAGE 02/06

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

#### ARTICLE VI

#### INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 325 Tangle Run Blvd., Unit 1124, Melbourne, FL 32940, and the name of the initial registered agent of this corporation is Nicholas F. Tsamoutales, 3015 W. Florida Avenue, Melbourne, FL 32904.

#### ARTICLE VII

#### INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial Directors of this corporation are:

RODNEY RUSSEL BRACE	1179 Salt Marsh Circle Ponte Verda Beach, FL 32082
THOMAS R. DARNELL	325 Tangle Run Blvd. Unit 1124 Melbourne, FL 32940
JAMES J. VREELAND, ID	17248 Hampton Blvd.

ADDRESS

Boca Raton, FL 33496

NICHOLAS F. TSAMOUTALES 3015 W. Florida Avenue Melbourne, FL 32904

2

NAME

#### ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NICHOLAS F. TSAMOUTALES

3015 W. Florida Avenue Melbourne, FL 32904

#### ARTICLE IX

#### **OFFICERS**

The officers of the corporation shall initially consist of a President, Secretary and Treasurer, and such others as may be provided for in the By-Laws. The names of the persons who are to initially serve as such officers are:

OFFICE	NAME
PRESIDENT	RODNEY RUSSEL BRACE
VICE-PRESIDENT	THOMAS R. DARNELL
SECRETARY/TREASURER	JAMES J. VREELAND, III
GENERAL COUNSEL	NICHOLAS F. TSAMOUTALES

The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-Laws.

#### ARTICLE X

### RESTRICTIONS ON TRANSFER OF STOCK

The shares of Capital Stock of this corporation shall be issued initially to the following persons and in the amount set forth herein:

NAME	SHARES
Rodney Russel Brace	1000
Thomas R. Darnell	1000
James J. Vreeland, III	1000
Nicholas F. Teamoutales	1000

3

Shareholders shall not divest themselves of any of the shares without first giving all the other shareholder/s the opportunity to purchase the shares of stock to be sold. Other shareholders shall have thirty (30) days from the date of the offer to sell, to either reject or purchase the shares offered for sale. The terms, agreements and conditions for offering and/or acceptance for the sale of such shares among and between the shareholders shall be more specifically defined in the By-Laws of the corporation.

#### ARTICLE XI

#### PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation, no matter when authorised, and for whatever consideration is contemplated to be received by the corporation, including, but not limited to, cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This article pertaining to preemptive rights may not be amended or deleted without the majority vote of the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by the vote of a majority of the shareholders of the corporation.

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

4

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#### ARTICLE XII

# MANAGEMENT OF THE CORPORTION BY THE BOARD OF DIRECTORS

All management powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporators have executed these Articles of Incorporation this 24th day of April 2009.

NICHOLAS F. TSAMOUTALES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

### ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dared ADRIL 24 2009

MICHOLAS F. TSAMOUTALES 3015 W. Florida Avenue

Melbourne, FL 32904

5

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PAGE 06/06

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