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# EDWARD de R. CAYIA, P.A.

ATTORNEY AT LAW
432 N.E. THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33301-3234

(954) 765-1400 / FAX (954) 765-1421

March 20, 2012

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

Re: WILSON FINE HOMES, INC.

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check in the amount of \$78.75 covering the filing fee, registered agent fee, and certified copy fee.

Additionally, I am enclosing another operating check for \$10.00 for the apostille certification fee, to be used in Hungary. Please forward the documents to this office at the above address.

Thank you for your attention to this matter.

Sincerely,

Edward de R. Cayia

EC/ss

Enclosures as noted

ARTICLES OF INCORPORATION

OF

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SECURITARY OF STATE THE ANGSEF, PLONEDA

#### WILSON FINE HOMES, INC.

## ARTICLE I. NAME

The name of the corporation shall be WILSON FINE HOMES, INC.

#### ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

#### ARTICLE III. PURPOSE

This corporation is organized to engage in the real estate development business, including but not limited to purchasing and renovating real estate, and to do any and all other acts necessary to the fulfillment of such endeavors.

## ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$5.00 value stock.

#### ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 3208 S.E. 11<sup>th</sup> Street, #204, Pompano Beach, FL 33062.

The name of the initial registered agent of this corporation at that address is ALADAR TOTH.

# ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time according to the ByLaws. The name and address of the initial Director of the corporation is ALADAR

TOTH at 3208 S.E. 11th Street, #204, Pompano Beach, FL 33062.

#### ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: ALADAR TOTH at 3208 S.E.  $11^{th}$  Street, #204, Pompano Beach, FL 33062.

#### ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

#### ARTICLE X. SHAREHOLDER QUORUM AND VOTING

Sixty six percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

# ARTICLE XI. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate 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.

# ARTICLE XII. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law, provided they were acting in good faith and in the best interests of the

corporation. '

# ARTICLE XIII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders.

#### ARTICLE XIV. AMENDMENT

This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this  $\frac{20}{100}$  day of March, 2012.

STATE OF FLORIDA )
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me on this 20 day of March, 2012, by ALADAR TOTH, identified by a CA driver's license who did not take an oath.

EDWARD CAYIA, Notary Public

My commission expires:

EDWARD CAYIA
MY COMMISSION # DD 910888
EXPIRES: August 10, 2013
Bonded Thru Budget Notary Services

Incorporator

The undersigned, having been named as Registered Agent to accept Service of Process for WILSON FINE HOMES, INC., at 3208 S.E. 11<sup>th</sup> Street, #204, Pompano Beach, FL 33062, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.

ALADAR TOTH, Reg. Agent