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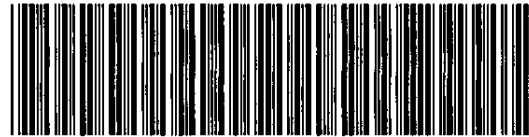
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COVER LETTER

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Division of Corporations
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Tallahassee, FL 32314

3/28/12

SUBJECT: NOTEWORTHY PROPERTIES INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Sue A. Banks
Name (Printed or typed)

4335 Elm Ave
Address

Palm Beach Gardens, FL 33410
City, State & Zip

561-776-6349
Daytime Telephone number

sabanks@earthlink.net
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

NOTEWORTHY PROPERTIES INC.

INCORPORATION SUMMARY

CORPORATE NAME:	Noteworthy Properties Inc.
CORPORATE STOCK SHARES:	1,000 shares authorized
PRINCIPAL PLACE OF BUSINESS:	4335 Elm Ave Palm Beach Gardens, FL 33410
MAILING ADDRESS:	Same as above
NAME & ADDRESS OF REGISTERED AGENT	Sue A. Banks 4335 Elm Ave Palm Beach Gardens, FL 33410
NAME & ADDRESS OF INCORPORATOR	Sue A. Banks 4335 Elm Ave Palm Beach Gardens, FL 33410
CORRESPONDENCE NAME & EMAIL ADDRESS	Sue A. Banks sabanks@earthlink.net
OFFICER/DIRECTOR NAME & ADDRESS	Sue A. Banks 4335 Elm Ave Palm Beach Gardens, FL 33410
FEDERAL EIN	45-4919423
DATE OF INCORPORATION	March 29, 2012

ARTICLES OF INCORPORATION
OF
NOTEWORTHY PROPERTIES INC.

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The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is NOTEWORTHY PROPERTIES INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1000 at \$1.00 par value common shares.

ARTICLE IV

The street address of the Corporation shall be 4335 Elm Ave, Palm Beach Gardens, FL 33410. The name of the Corporation's initial registered agent is Sue A. Banks, located at 4335 Elm Ave, Palm Beach Gardens, FL 33410

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is one (1). The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Sue A. Banks	4335 Elm Ave Palm Beach Gardens, FL 33410

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Sue A. Banks	4335 Elm Ave Palm Beach Gardens, FL 33410

ARTICLE VII

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It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the by-laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a telephone conference as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreements is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 29 day of March, 2012.


Sue A. Banks

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That NOTEWORTHY PROPERTIES INC. desiring to organize under the laws of the State of Florida, with its principal place of business and mailing address at 4335 Elm Ave, Palm Beach Gardens, FL 33410, has named Sue A. Banks, located at 4335 Elm Ave, Palm Beach Gardens, FL 33410, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Sue A. Banks