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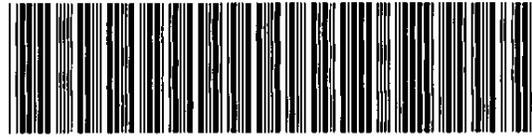
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T SCHROEDER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Royal Palm Coast Holdings, Inc.

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: Seth _____ 06/16/16 _____

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
ROYAL PALM COAST HOLDINGS, INC.**

These Articles of Incorporation are hereby submitted for the purpose of forming a corporation under the laws of the State of Florida, and in compliance with Chapter 607 of the Florida Statutes.

**Article I
Name**

The name of the corporation shall be ROYAL PALM COAST HOLDINGS, INC.

**Article II
Principal Office**

The principal place for the transaction of the corporation business shall be 2840 Winkler Ave, in the City of Fort Myers, County of Lee, in the State of Florida, 33916 and the mailing address shall be the same. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may designate.

**Article III
Purpose**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**Article IV
Term of Existence**

The existence of the corporation shall commence upon the filing of these Articles with the Secretary of State of the State of Florida and shall continue thereafter in perpetuity until dissolved as provided by law.

**Article V
Authorized Shares**

The aggregate number of shares the corporation shall have authority to issue shall be 100 shares of \$1.00 par value common stock, which shall be nonassessable and held by the Royal Palm Coast Realtor Association, Inc. (hereinafter RPCRA) as the Shareholder and in such manner as the Board of Directors for the RPCRA may from time to time determine. The shares of the corporation shall not be divided into classes and the corporation is not authorized to issue shares in series.

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Article VI
Board of Directors

The corporation shall have a Board of Directors of not less than three (3) directors, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the Shareholder at their annual meeting, unless the number is fixed by the Bylaws.

Article VII
Officers

The Officer by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the RPCRA Board of Directors. The name and post office address of the Officer and first Board of Directors who shall conduct the business of the corporation until his successors are elected and qualified following the first meeting of shareholders shall be:

Miloff, Jeff 2840 Winkler Ave Fort Myers, FL 33916	President/Director
Burdine, Josh 2840 Winkler Ave Fort Myers, Florida 33916	Secretary
Elya, John 2840 Winkler Ave Fort Myers, Florida 33916	Treasurer
Steinke, William 2840 Winkler Ave Fort Myers, FL 33916	Director
Burson, Fred 2840 Winkler Ave Fort Myers, FL 33916	Director
Marion, Robert 2840 Winkler Ave Fort Myers, FL 33916	Director
Frye, Michael 2840 Winkler Ave Fort Myers, FL 33916	Director

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Jakus, Jason
2840 Winkler Ave
Fort Myers, FL 33916

Director

Article VIII
Incorporator and Subscriber

The name and address of the incorporator and initial subscriber of this incorporation, with the number of shares subscribed for, is as follows:

Chenè M. Thompson, on behalf of
Royal Palm Coast Realtor Association, Inc. 100 shares
2840 Winkler Ave
Fort Myers, FL 33916

Article IX
Indebtedness

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article X
Registered Office and Agent

The street address of the initial registered office of this corporation is 1833 Hendry Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is CHENÉ M. THOMPSON.

Article XI
Transfer Restrictions

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles of Incorporation, A Copy of Which Is On File At This Corporation's Principal Office."

"The Shares Represented By This Certificate Have Been Issued In Reliance Upon Exemptions From The Registrations Provisions Of Federal And State Securities Laws (United States Securities Act of 1933 And The Florida Securities Act). Therefore, The Transferability Of

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This Certificate Is Restricted Until It Is Determined By The Corporation Than Any Proposed Transfer Will Not Adversely Affect The Exemptions Relied Upon."

Article XII
Amendment of Articles

These Articles of Incorporation may be amended from time to time in the manner provided for by Florida law.

Article XIII
Bylaws

The initial Bylaws of this corporation shall be adopted by the RPCRA Board of Directors. The Bylaws may be amended from time to time by either the Shareholder or the Directors. The Shareholder may amend, alter, or repeal any Bylaw adopted by the Directors. The Directors may not alter, amend or repeal any Bylaw adopted by the Shareholder, nor may the Directors adopt Bylaws which would be in conflict with the Bylaws adopted by the Shareholder.

Article XIV
Indemnification

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XV
Dissolution

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall revert to the RPCRA, or its successor in interest. None of the assets shall be distributed to any officer, director or any other person.

IN WITNESS WHEREOF, I, Chenè M. Thompson, the undersigned being the subscriber and incorporator of the Corporation for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of

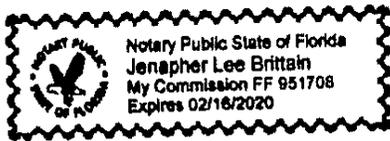
Incorporation, hereby certifying that the facts therein stated are true, and I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. and accordingly set my hand and seals this 16 day of June, 2016.

C. Thompson
Chenè M. Thompson

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Chenè M. Thompson who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 16 day of June, 2016.



Jenipher Lee Brittain
Printed Name: JENIPHER LEE BRITAIN
Notary Public, State of Florida.
My Commission number is: FF 951708
My Commission expires: 02/16/2020

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That ROYAL PALM COAST HOLDINGS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Fort Myers, County of Lee, State of Florida, has named CHENÉ M. THOMPSON located at 1833 Hendry Street, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: *C. Thompson*
CHENÉ M. THOMPSON
Registered Agent

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