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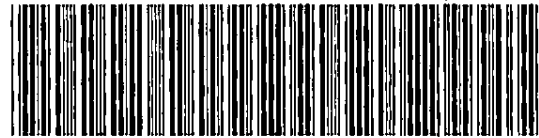
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COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: DOWN 3 GREEN 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: DOWN 3 GREEN INC

Name (Printed or typed)

2681 N FLAMINGO RD-101

Address

SUNRISE, FL 33323

City, State & Zip

305-251-8000

Daytime Telephone number

cpat@tampabay.rr.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

OF

DOWN 3 GREEN INC

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be: DOWN 3 GREEN INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2681 N FLAMINGO RD-101, SUNRISE, FL 33323-0902

ARTICLE III - TERMS OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon NOVEMBER 01, 2017

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - POWERS

This Corporation shall have the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name;
- (c) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;
- (d) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (f) To lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or

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AT 10:00 AM, 2017
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indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

(h) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, sue, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with, shares or other interests in, or obligations of, any other entity;

(i) To lend money, invest, reinvest its funds, and receive and hold real and personal property as security for repayment;

(j) To conduct its business, locate offices and exercise the powers granted by this act within or without this state;

(k) To elect directors and appoint officers, employees, and agents of Corporation and define their duties, fix their compensation, and lend them money and credit;

(l) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for managing the business and regulating the affairs of the Corporation;

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(n) To transact any lawful business that will aid governmental policy;

(o) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees and agents and for any or all of the current or former directors, officers, employees and agents of its subsidiaries;

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder;

(q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity;

(r) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation.

(s) All shares to have equal preemptive rights, and equal rights to dividends and assets. Transfer of shares shall be only on the condition they are first offered to the other shareholders at the same amount and terms of any legitimate offer, and must be accepted within thirty days.

ARTICLE VI - CAPITAL STOCK

The Corporation is authorized to issue **One Thousand (1,000) shares of One Dollar (\$1.00) par value stock, which shall be designated Common Shares.**

ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

2681 N FLAMINGO RD-101, SUNRISE, FLORIDA 33323-0902

and the name of the registered agent at such address is:

VINCENT F CALDARA

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall be authorized to conduct business with one (1) or more directors. The

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JUDICIAL CIRCUIT IN AND FOR
DADE COUNTY, FLORIDA

beginning number of directors shall be One (1) in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is:

NAME

ADDRESS

VINCENT F CALDARA, PRESIDENT

2681 N FLAINGO RD-101
SUNRISE, FL 33323-0902

ARTICLE IX - INCORPORATOR

The **name and address** of the incorporator to these Articles of Incorporation are:

VINCENT F CALDARA, PRESIDENT
2681 N FLAMINGO RD-101
SUNRISE, FL 33323-0902

ARTICLE X - EFFECTIVE DATE OF INCORPORATION

The effective date of this corporation will be NOVEMBER 01, 2017

The undersigned incorporator has executed these Articles of Incorporation this

14 day of OCTOBER, 2017



VINCENT F CALDARA INCORPORATOR

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

The undersigned registered agent has executed these Articles of Incorporation this

14 day of OCTOBER, 2017



VINCENT F CALDARA - REGISTERED AGENT

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TALLAHASSEE, FLORIDA