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TRANSMITTAL LETTER

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

FILED  
1995 JAN 18 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200001383242  
-01/18/95--01097--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: DENSIL ASSOCIATES, INC.  
(Proposed corporate name - must include suffix)

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: WILLIAM A. DAVIS, JR., ESQ.  
Name (printed or typed)

1661 CRESCENT PLACE, NW  
Address

WASH. D.C. 20009  
City, State & Zip

(202) 986-4664  
Daytime Telephone number

F. CHESSER JAN 23 1995

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

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: DENSIL ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

DAVID DEAN BRANCH

(Name)

771 THRESHER DRIVE

(P.O. Box not acceptable)

ROCKLEDGE, FLORIDA 32955

(City/State/Zip)

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*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.*

David Dean Branch 14 Jan 95  
(Signature) (Date)

ARTICLES OF INCORPORATION  
OF  
DENSIL ASSOCIATES, INC.

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TALLAHASSEE, FLORIDA

TO: Division of Corporations  
FLORIDA DEPARTMENT OF STATE

The undersigned incorporator, for the purpose of forming a corporation, under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

**ARTICLE I - NAME**

The name of the corporation (which is hereinafter called the "Corporation") is DENSIL ASSOCIATES, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Attention: Mr. Charles L. Fields, Chairman  
DENSIL ASSOCIATES, INC.  
13 Village Green  
Port Chester, New York 10573

**ARTICLE III - SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is Ten thousand (10,000) shares.

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Mr. David Dean Branch  
771 Thresher Drive  
Rockledge, Florida 32955

Articles of Incorporation  
DENSIL ASSOCIATES, INC.  
Page Two

#### **ARTICLE V - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

William A. Davis, Jr.  
1661 Crescent Place, N.W., Suite 301  
Washington, D.C. 20009

#### **ARTICLE VI - PURPOSES**

The purposes and objectives of the Corporation are as follows:

1. To carry on and conduct, or to contract with others to conduct general real estate development activities, including the designing, constructing, enlarging, repairing, remodeling, rehabilitating, and otherwise engaging in any work upon hotels, golf courses, tennis courts, recreational facilities, houses, buildings, and structures of all kinds.
2. To purchase, lease, hire, or otherwise acquire, hold, own, construct, erect, improve, manage, operate, sell and in any manner dispose of, and to aid and subscribe towards the acquisition, construction, or improvement of unimproved land, including hotels, golf courses, tennis courts, recreational facilities, houses, buildings, and structures of all kinds, in the State of Florida and elsewhere, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange, or otherwise dispose of any such property.
3. To buy, contract for, lease, acquire, take, hold and own real and personal property of all kinds and description and to sell, mortgage, lease, improve and otherwise dispose of such real and personal property.
4. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the corporation may deem advisable, and in particular to persons undertaking to build or improve any property in which the corporation is interested.
5. To borrow and raise money for any of the purposes of the corporation.

Articles of Incorporation  
DENSIL ASSOCIATES, INC.  
Page Three

6. To carry on the aforesaid objects within and without the State of Florida, and anywhere in the world, and to carry out the same as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association, or corporation.

7. The Corporation is further authorized to have and exercise any and all powers or privileges now or hereafter conferred by the laws of the State of Florida upon corporations formed under the Florida Business Corporation Act, as amended from time to time.

FIVE: The Directors of the Corporation shall be elected or appointed as provided in the Bylaws of the Corporation.

SIX: Except as otherwise provided in these Articles of Incorporation, provisions for the regulation of the internal affairs of the Corporation shall be determined and fixed by the Bylaws of the Corporation, as amended from time to time.

SEVEN: The number of directors constituting the initial Board of Directors of the Corporation is three (3) and the names and addresses of the persons who are to serve as Directors until their successors are elected and shall qualify are:

Charles L. Fields  
13 Village Green  
Port Chester, New York 10573

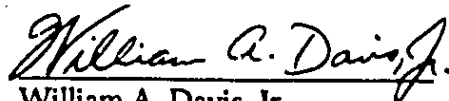
William A. Davis, Jr.  
1661 Crescent Place, N.W.  
Suite 301  
Washington, D.C. 20009

Barbara S. Fields  
13 Village Green  
Port Chester, New York 10573

Articles of Incorporation  
DENSIL ASSOCIATES, INC.  
Page Four

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 11th day of January, 1995 and acknowledges the same to be his act and deed.

INCORPORATOR:

  
William A. Davis, Jr.

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