

*P95000017029*

KATHY B. GREGG, P.A.

825 SOUTH BAYSHORE DRIVE

SUITE 1041

MIAMI, FLORIDA 33133-2058

TELEPHONE (305) 358-2441

FAX (305) 378-0302

December 20, 1994

Department of State  
Corporate Records Bureau  
409 E. Gaines Street  
Tallahassee FL 32301

RECEIVED  
1995 FEB 27 10:00 AM  
TALLAHASSEE, FLORIDA

RE: RENAISSANCE ENTERPRISES, INC.

Dear Sirs:

Enclosed please find the Articles of Incorporation for RENAISSANCE ENTERPRISES, INC., together with this firm's check in the amount of \$122.50 in payment of the following:

\$ 35.00	-	Filing Fee;
\$ 35.00	-	Registered Agent Fee;
\$ 52.50	-	Certified Copy of the Articles of Incorporation
<u>\$122.50</u>		

Your prompt return of the certified copy of the Articles of Incorporation to the undersigned will be greatly appreciated.

Very truly yours,

*Kathy B. Gregg/cc*

*W94-27426*

KATHY B. GREGG  
For the Firm

*SB 3/1/95-*

KBG/cc  
Enclosures

RENAISS.LT

FILED  
1995 FEB 27 PM 3:00  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 28, 1994

KATHY B. GREGG, P.A.  
825 SOUTH BAYSHORE DRIVE  
SUITE 1841  
MIAMI, FL 33131-2956

SUBJECT: RENAISSANCE ENTERPRISES, INC.  
Ref. Number: W94000027426

We have received your document for RENAISSANCE ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 794A00054629

KATHY B. GREGG, P.A.

1725 SOUTH BAYSHORE DRIVE  
SUITE 1041  
MIAMI, FLORIDA 33131-2050  
TELEPHONE (305) 358-7441  
FAX (305) 375-0302

February 27, 1995

Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

RE: Letter # 794A00054629

Gentlemen:

Enclosed please find the following items:

1. Copy of your letter dated December 28, 1994, whereby you refused to file the Articles of Incorporation for RENAISSANCE ENTERPRISES, INC., due to a name conflict.

2. Resubmitted Articles of Incorporation as ABSOLUT REALTY, INC. (original and one copy).

You have already received the sum of \$122.50 representing the filing fee (\$35.00), registered agent fee (\$35.00), and cost of a certified copy of these Articles (\$52.50). Accordingly, your prompt return to the undersigned of the certified copy of these Articles of Incorporation will be greatly appreciated.

Very truly yours,

*Kathy B. Gregg*

KATHY B. GREGG  
For the Firm

KBG/cc  
Enclosure

CORPORAT. LT

ARTICLES OF INCORPORATION  
OF  
ABSOLUT REALTY, INC.

FILED  
1995 FEB 27 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of organizing and incorporating a corporation for profit under the provisions of Chapter 607, Florida Statutes, do hereby make, subscribe, and file these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is:

ABSOLUT REALTY, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State.

ARTICLE III

PURPOSE

The general nature of the business or businesses to be transacted by this Corporation shall be to operate as a licensed real estate brokerage company in the State of Florida. In addition thereto, this Corporation shall have the authority to engage in any activity or business permitted under the laws of the United States of America, its territories, districts, and possessions, and any activity or business permitted under the laws of the State of Florida; to have, exercise, and enjoy the powers and privileges granted to corporations for profit by Chapter 607, Florida

Statuten, as amended; to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof, provided that the same be not inconsistent with the laws under which this Corporation is organized.

#### ARTICLE IV

##### PRINCIPAL OFFICE

The principal office of this Corporation shall be located in the City of Miami, County of Dade, State of Florida, and the street address of said principal office of the corporation shall be 301 Ocean Drive, #201, Miami Beach, Florida 33139.

#### ARTICLE V

##### CAPITAL STOCK

The amount of authorized capital stock is SEVEN THOUSAND FIVE HUNDRED DOLLARS (\$7,500.00), consisting of seven thousand five hundred (7,500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) per share.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this Corporation is:

CYNTHIA A. KEISER  
301 Ocean Drive, #201  
Miami Beach, Florida 33139

#### ARTICLE VII

##### SUBSCRIBER

The name of the subscriber to these Articles of Incorporation is KATHY B. GREGG. The said subscriber's address is:

825 South Bayshore Drive  
Suite 1841  
Miami FL 33131

#### ARTICLE VIII

##### VOTING

Unless otherwise provided for in the Articles of Incorporation, each holder of capital stock in this Corporation shall be entitled at each shareholder's meeting to one vote for every share of stock standing in his name on the books of the Corporation; but transferees of shares that are transferred on the books of the Corporation within ten (10) days next preceding the date set for a meeting shall not be entitled to notice of or vote at the meeting.

#### ARTICLE IX

##### CUMULATIVE VOTING

At each election of directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at this time multiplied by the number of their shares, or by distributing the votes on the same principal among any number of the candidates.

## ARTICLE X

### REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 825 South Bayshore Drive, Suite 1841, Miami, Florida 33131-2956, and initial registered agent at that address is KATHY B. GREGG, Esq.

## ARTICLE XI

### POWERS

In furtherance of, and not in limitation of, the powers conferred by statute, the following provisions are made for the regulation of the business and the conduct of the affairs of this Corporation:

1. Subject to such restrictions, if any, as are herein expressed and to such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of this Corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or the By-Laws as constituted from time to time, expressly conferred upon or reserved to the shareholders.

2. This Corporation shall have such officers as may from time to time be provided for in the By-Laws and such officers shall be designated in such a manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

3. Any director and officer elected or appointed by the

stockholders or by the Board of Directors may be removed at any time with or without cause in such manner as may be provided in the By-Laws.

4. The Board of Directors shall have exclusive power to make, alter and repeal the By-Laws of this Corporation.

#### ARTICLE XII

##### PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of any kind, class or series, shall have the pre-emptive right to purchase his prorata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

#### ARTICLE XIII

##### AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XIV

##### INDEMNIFICATION

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the Corporation to procure a judgment in its favor) by reason of the fact that he/she is or was a director,



officer, employee or agent of the Corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation on this 23rd day of February, 1995.

*Kathy B. Gregg*  
KATHY B. GREGG

STATE OF FLORIDA)  
                          ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 23rd day of February, 1995, by KATHY B. GREGG, who is personally known to me, and who did take an oath.

*[Signature]*  
Notary Public  
State of Florida at Large  
My Commission Expires



VICTOR GUTIERREZ  
My Commission CC389057  
Expires Jun. 20, 1998  
Bonded by HAI  
(800-422-1855)

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

FILED  
1995 FEB 27 PM 3:00  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

ABSOLUT REALTY, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE  
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY  
OF MIAMI, STATE OF FLORIDA, HAS NAMED KATHY B. GREGG, LOCATED AT  
825 South Bayshore Drive, Suite 1841, Miami, Florida 33131-2956, AS  
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: Kathy B. Gregg

KATHY B. GREGG

TITLE: Incorporator

DATE: February 23, 1995

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 AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature: Kathy B. Gregg

KATHY B. GREGG

DATE: February 23, 1995

ABSOLUT.COR