

P 95000024935

**EMPIRE REAL ESTATE AND INVESTMENTS, INC.**

2829 Florida Boulevard  
Suite 105  
Delray Beach, Florida 33483

March 24, 1995

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-03/28/95--01066--013  
\*\*\*\*122.50 \*\*\*\*122.50

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

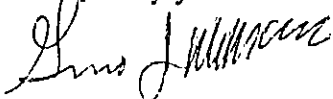
Re: Empire Real Estate and Investments, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed is an original and one copy of Articles of Incorporation for the above company along with a check in the amount of \$122.50

Will you kindly file these documents and forward a Certificate to us for our records. Enclosed is a stamped, self-addressed envelope for your convenience.

Very truly yours,



Gino J. di Marco

FILED  
95 MAR 27 11 51 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NANCY HENDRICKS MAR 29 1995

ARTICLES OF INCORPORATION  
OF  
EMPIRE REAL ESTATE AND INVESTMENTS, INC.

FILED  
95 MAR 27 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is EMPIRE REAL ESTATE AND INVESTMENTS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE III - PURPOSE

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

- A. To buy and sell electronic equipment, buy and sell real and personal property; export and import electronic equipment, and personal property, and to do any and all things and matters necessary and appertaining thereto, and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of common stock without par value.

ARTICLE V - CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE VI - CAPITAL STOCK VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation is 2829 Florida Boulevard, Suite 105, Delray Beach, Florida 33483. The name of the initial registered agent of this corporation is Gino J. Di Marco, whose address is 2829 Florida Boulevard, Suite 105, Delray Beach, Florida 33483.

## ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (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 (1).

The name and address of the initial director of this corporation is:

Gino J. Di Marco                      2829 Florida Boulevard  
Suite 105  
Delray Beach, FL 33483

## ARTICLE X - SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as a Subscriber and the number of shares he has agreed to purchase are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Gino J. Di Marco	2829 Florida Boulevard Suite 105 Delray Beach, FL 33483	5

## ARTICLE XI - INCORPORATOR

The name and address of the person signing this Article of Incorporation is:

Gino J. Di Marco                      2829 Florida Boulevard  
Suite 105  
Delray Beach, Florida 33483

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of March, 1995.

Gino J. Di Marco  
Gino J. di Marco, Registered Agent

Gino J. Di Marco  
Gino J. di Marco, Subscriber

STATE OF FLORIDA:

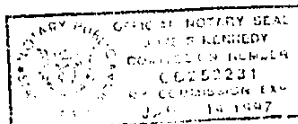
COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Gino J. di Marco, who is known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of March, 1995, in the County and State aforesaid.

Janet Kennedy  
Notary Public

My Commission Expires:



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

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


**FIRST: EMPIRE REAL ESTATE AND INVESTMENTS, INC.**, desiring to organize under  
the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation,  
in the City of Delray Beach, County of Palm Beach, State of Florida, has named Gino J. di Marco,  
located at:

2829 Florida Boulevard, Suite 105, Delray Beach, FL 33438

as its agent to accept service of process within the State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place  
designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

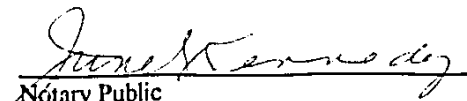
  
Registered Agent

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County  
set forth above, personally appeared Gino J. di Marco who is known to me, and known by me to be  
the person who executed the foregoing Acknowledgement and he acknowledged before me that he  
executed the Acknowledgement for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24<sup>th</sup> day of March,  
1995, in the County and State aforesaid.

  
Notary Public

My Commission Expires:



FILED  
95 MAR 27 PM 9 12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA