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ABLING & CHAPMAN, P.A.
112 E. Concord St., Orlando, FL 32801

FILED

95 JUN 30 PM 4:05
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Madeliene C. Abling
Martha A. Chapman

June 27, 1995

Florida Department of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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-06/30/95--01035--012
*****70.00 *****70.00

RE: Denise LeHeup, P.A.

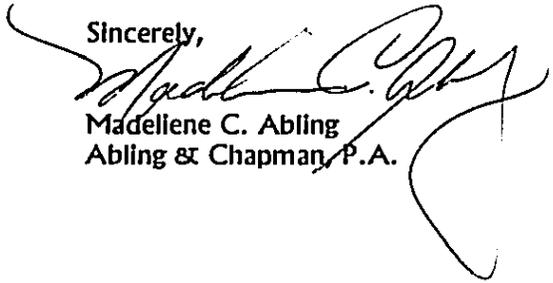
Dear Sirs:

Enclosed for filing on behalf of the above-referenced corporation is one original Articles of Incorporation and certificate of Designation of Registered Agent. Also enclosed is a check in the amount of \$70.00 as payment of the \$35.00 filing fee and \$35.00 registered agent designation fee.

In addition, enclosed is a duplicate copy of the Articles of Incorporation. Please date stamp the enclosed duplicate copy and return it to us in the stamped, self-addressed envelope provided.

If you have any questions regarding the enclosed, please feel free to contact the undersigned.

Sincerely,


Madeliene C. Abling
Abling & Chapman, P.A.

Enclosures
cc: client
fl:leheup\ltr.622

KH
7-6-95

ARTICLES OF INCORPORATION
OF
DENISE LEHEUP, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of DENISE LEHEUP, P.A., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

DENISE LEHEUP, P.A.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation is 170 W. Fairbanks Ave., Winter Park, Florida 32789.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSES

This corporation shall be a Professional Service Corporation, and the general nature and purpose of business to be transacted, promoted, and carried on by the corporation are as follows:

(A) To engage in every aspect in the practice of real estate sales and all fields of specializations as are engaged in by real estate brokers/salespersons.

(B) To engage and render the professional services involved only through its officers, agents, and employees who shall be real estate brokers/salespersons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

(C) To invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments permitted by law.

(D) To engage in no other business other than the rendition of the professional services specified herein.

(E) To do everything necessary and proper in accomplishing the purposes herein set

forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 170 W. Fairbanks Ave., Winter Park, Florida 32789, and the agent designated to accept service at that address is Denise LeHeup.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Denise LeHeup	170 W. Fairbanks Ave. Winter Park, Florida 32789

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Denise LeHeup	170 W. Fairbanks Ave. Winter Park, Florida 32789

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The powers to adopt, alter, amend, or repeal the bylaws of this corporation shall be

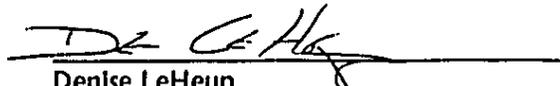
CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Denise LeHeup, P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 170 W. Fairbanks Ave., City of Winter Park, Florida 32789, has named Denise LeHeup as its agent to accept service of process within this state at such address.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.


Denise LeHeup
Registered Agent

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TALLAHASSEE, FLORIDA

vested in the board of directors and the shareholders, except that (I) the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that these bylaws are not subject to amendment or repeal by the directors; and (II) any amendment shall be in compliance with the laws of the State of Florida governing Professional Service Corporations.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, approved at a shareholder's meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24 Day of June 1995.



Denise LeHeup
Incorporator