

P95000056248

July 17, 1995

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

RE: ARTICLES OF INCORPORATION
FLORIDA COMMERCIAL BROKERS, INC

ENCLOSURE
07/19/95-0000-013
****122.50 ****122.50

Gentlemen:

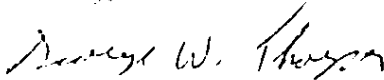
Enclosed please find the original and one copy of Articles of Incorporation for Florida Commercial Brokers, Inc. for incorporation and name approval. Also enclosed is a check payable to the Secretary of State in the amount of \$122.50 to cover the incorporation fee.

Please return the name approval and letters of incorporation to the following address:

Mr. Stephen P. Simmons
2310 Forrest Road
Winter Park, Florida 32789

If you have any questions, or need additional information, please call me at your convenience at (407) 628-4856.

Sincerely,



George W. Thorpe, Jr.

Enclosure:

George W. Thorpe, Jr.
151 Trismen Terrace
Winter Park, Florida 32789

cc: GWT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 18 AM 11:17

FILED

SN
7/20/95

Articles of Incorporation
for
Florida Commercial Brokers, Inc.

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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

The undersigned natural person, as Incorporator for the purpose of forming a Corporation for profit under the provisions of Chapter 607, Florida General Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article I
Name of Corporation

The name of this corporation shall be **Florida Commercial Brokers, Inc.**

Article II
Purposes

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of the business of real estate brokerage, management, real estate sales, real estate development, leasing, mortgaging, finance, appraisal, consulting and all other activities or business permitted under the laws of the United States and Florida.

Article III
Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 5000 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights.

**Article IV
Duration**

This corporation shall have perpetual existence.

**Article V
Board of Directors**

The corporation shall have a Board of Directors consisting of at least one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than one. The name and address of the initial Director of this corporation is:

Stephen P. Simmons
2310 Forrest Road
Winter Park, Florida 32789

George W. Thorpe, Jr.
151 Trismen Terrace
Winter Park, Florida 32789

**Article VI
Informal Shareholder Action**

Any action that may be taken at a Shareholder's meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the Shareholders entitled to vote upon such action and filed with the Secretary of the corporation as part of the corporate records.

**Article VII
Informal Director Action**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**Article VIII
Indemnification**

The corporation may indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

**Article IX
Bylaw Amendment**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors provided that such amendment be in compliance with the laws of Florida governing a Corporation.

**Article X
Registered Agent**

The address of this corporation's initial registered office and the designated initial registered agent at said address is as follows:

**Stephen P. Simmons
2310 Forrest Road
Winter Park, Florida 32789**

**Article XI
Incorporators**

The names and addresses of the Incorporators are as follows:

**Stephen P. Simmons
2310 Forrest Road
Winter Park, Florida 32789**

George **W. Thorpe, Jr.** *NOT*
**151 Trismen Terrace
Winter Park, Florida 32789**

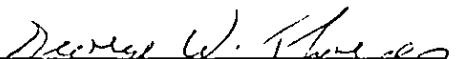
**Article XII
Corporate Address**

The mailing address of the corporation is as follows:

**228 Park Avenue North
Suite L
Winter Park, Florida 32789**

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation in the State of Florida, on July 17, 1995.


Stephen P. Simmons, Incorporator


George W. Thorpe, Jr., Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF ORANGE)

The preceding or attached instrument was acknowledged before me on July 17, 1995,
by Stephen P. Simmons
of Florida Commercial Brokers, Inc
a Florida corporation, on behalf of the corporation.
(He/She is personally known to me or has produced _____

as identification and did not take an oath



DORELYN J. TARPLEY
My Comm Exp. 8/18/96
Bonded By Service Ins
No. CC222448

Place notary seal and commission expiration stamp above this line

Dorelyn J. Tarpley
Signature of Notary Public
Dorelyn J. Tarpley
Print or Type Name of Notary Public

STATE OF FLORIDA)
)SS
COUNTY OF ORANGE)

The preceding or attached instrument was acknowledged before me on July 17, 1995,
by George W. Thayer, Jr.
of Florida Commercial Brokers, Inc
a Florida corporation, on behalf of the corporation.
(He/She is personally known to me or has produced FL DJL # T610-319-37-271-0

as identification and did not take an oath



DARELYN J. TARPLEY
 My Comm Exp. 8/18/96
 Bonded By Service Inc.
 No. CC222448
 Personally Known Not

Dorelyn J. Tarpley
 Signature of Notary Public
Dorelyn J. Tarpley
 Print or Type Name of Notary Public

Place notary seal and commission expiration stamp above this line.

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of Registered Agent, and states that it is familiar with, and accepts the obligations provided for in Section 607.0505 Florida Statutes.

[Signature]
 Stephen P. Simmons

STATE OF FLORIDA)
)SS
 COUNTY OF ORANGE)

The preceding or attached instrument was acknowledged before me on July 17, 1995,
 by ^{DST} Florida Commercial Buckers, Inc. Stephen P. Simmons
 of Florida Commercial Buckers, Inc.
 a Florida corporation, on behalf of the corporation.

He/She is personally known to me, or has produced

as identification He did not take an oath
 My Comm Exp. 8/18/96
 Bonded By Service Inc.
 No. CC222448
 Personally Known Not



Dorelyn J. Tarpley
 Signature of Notary Public
Dorelyn J. Tarpley
 Print or Type Name of Notary Public

Place notary seal and commission expiration stamp above this line.

FILED
 95 JUL 18 AM 11:17
 TALLAHASSEE, FLORIDA
 SECRETARY OF STATE