

# P95000067345

(Requestor's Name)  
  
(Address)  
Johnny Smiley  
(City, State, Zip) (Phone #)

1 000001 552751  
-08703795--01042--009  
\*\*\*\*\*140.00 \*\*\*\*\*70.00

OFFICE USE ONLY

3859 Chester Circle, ste. #206  
Jacksonville, FL 32217  
904-737-1342

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W95-15726  
ALLAHASSEE, FLORIDA  
JUN 31 AM 9:26  
FILED  
00789, 00634, 00615, 00671  
SN  
8/4/95  
Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 4, 1995

JOHNNY SMILEY  
3859 CHESTER CIR., #206  
JACKSONVILLE, FL 32217

SUBJECT: REALTY PRO, INC.  
Ref. Number: W95000015726

We have received your document for REALTY PRO, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 195A00036686

ARTICLES OF INCORPORATION  
OF  
REALTY PRO, INC.

FILED  
05 AUG 31 AM 9:20  
TALLAHASSEE, FLORIDA

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The undersigned, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation shall be:

REALTY PRO, INC.

ARTICLE II

Term of Existence

The duration of this Corporation is to be perpetual.

ARTICLE III

Purpose

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

Stock Clause

The aggregate number of stock which this Corporation shall have authority to issue shall be 5,000 shares of common stock, each with a value of \$1.00.

## **ARTICLE V**

### **Exercise of Corporation Power**

This Corporation shall not have a Board of Directors. Exercise of corporate power and management of corporate affairs shall be accomplished by the shareholders.

## **ARTICLE VI**

### **Incorporator**

The name and address of the person signing these Articles is:

Karen L. Smiley  
6015 Chester Circle #206  
Jacksonville, Florida 32217

## **ARTICLE VII**

### **Informal Shareholder Action**

Any action of the Shareholders may be taken without a meeting if consent is in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted. Notice of any such action so taken shall be given within ten (10) days of the date of such action to those Shareholders entitled to vote thereon who did not give their written consent.

## **ARTICLE VIII**

### **Stock Transfers**

No Shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the Shareholder; shall be sent by registered or certified mail to the corporation at its principal place

of business, and shall remain open for acceptance by the corporation for a period of 60 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any Shareholder, the corporation shall have the right to purchase all shares owned by such Shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each Shareholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the articles of incorporation of the corporation. A copy of such articles is on file at the principle office of the corporation."

## **ARTICLE IX**

### **Fundamental Changes**

The affirmative vote of holders of Sixty-Five percent (65%) of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the Corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the Corporation;
- (d) Dissolution of the Corporation.

## **ARTICLE X**

### **Inspection of Books**

Each Shareholder shall have the unqualified right and privilege to examine all corporate books, records and correspondence. This privilege of examination is conditioned by the provision that the Shareholder agrees to indemnify the Corporation for losses suffered by improper disclosure of the information obtained in the course of such inspection. The Shareholder may not delegate the right of inspection.

## **ARTICLE XI**

### **Shareholder Reliance on Corporate Records**

A Shareholder shall not be liable for dividends illegally made to Shareholders or any other action taken in reliance in good faith upon financial statements of the corporation represented to him to be correct by the President of the Corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the Corporation; nor shall be liable if in good faith in determining the amount available for dividends or distribution he considers the assets to be of ample value.

## **ARTICLE XII**

### **Initial Registered Office and Agent**

The address of the initial registered office of this Corporation is 6015 Chester Circle, Suite #206, Jacksonville, Florida 32217. The name of the initial registered agent of the Corporation is Karen L. Smiley. The registered office and the principle office have the same address.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, execute these Articles of Incorporation and certifies to the truth of the facts herein stated, this 31st day of July, 1995.

Karen L. Smiley  
KAREN L. SMILEY

STATE OF FLORIDA)  
COUNTY OF DUVAL)

BEFORE ME, the undersigned authority, personally appeared  
KAREN L. SMILEY, to me well known and to be the individual described in and who  
executed the foregoing Articles of Incorporation, and he acknowledged before me that he  
executed the same for the purposes therein expressed.

WRITTEN my hand and official seal at Jacksonville, County and State aforesaid this  
31st day of July, 1995.

Donald A. Carter  
NOTARY PUBLIC

**PERSONALLY  
KNOWN**

My commission expires September 20, 1998



DONALD A. CARTER  
COMMISSION # CC 408564  
EXPIRES SEP 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**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

Realty Pro, Inc. desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation, at Jacksonville, Duval County, Florida, has named Karen L. Smiley of 6015 Chester Circle #206, Jacksonville, Duval County, Florida, as its agent to accept service of process within the state.

**ACKNOWLEDGEMENT:**

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

BY:

Karen L. Smiley  
Registered Agent

**FILED**  
05 AUG 31 AM 9:20  
TALLAHASSEE, FLORIDA



P95000067345

October 24 1995

This is a request to change the name of this Corporation also please note the address is now 6015  
Chester Circle Suite 206 Jacksonville FL (904)367-0007

*[Handwritten signature]*

\*\*\*\*\*  
\*\*\*\*\*

~~10/24/95~~

NOV 30 1995

NFC

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 30, 1995

Karen Smiley  
6015 Chester Cir  
Suite 206  
Jacksonville, FL 32217

SUBJECT: REALTY PRO, INC.  
Ref. Number: P95000067345

We have received your document for REALTY PRO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list all of the changes on the amendment form.

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) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 695A00048569

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Smiley Realty, Inc.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted (indicate article number(s) being amended, added or deleted)

Article #1 amended name change  
Smiley Realty Inc.  
Article #6 amended address  
6015 Winchester Cir. #206, S.W. 13.5221  
Article #12 amended address  
6015 Winchester Cir. #206, S.W. 13.5221

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption October 24, 1988

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s)*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"  
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 24<sup>th</sup> of September, 19 99

Signature \_\_\_\_\_  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Edward L. Simpson  
Typed or printed name

President  
Title