

P96000001215
LAW OFFICES OF
POSESS & WALSER, P.A.

7015 MIRACASA WAY, SUITE 201
(CORNER OF PALMETTO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433
(407) 392-4100
Telecopier: (407) 392-4177
Palm Beach: (407) 732-7700
Broward: (305) 429-1000

REAL ESTATE DEPARTMENT
CHARLES F. POSSESS
DOUGLAS R. NEU
OISHLE H. ASMAR

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER
LL.M.-Estate Planning
CARYN J. CLAYMAN

December 27, 1995

File No. C95007

900001673619
-12/29/95--01006--004
****122.50 ****122.50

Bureau of Corporate Records
State of Florida
409 East Gaines Street
Tallahassee, Florida 32301

RE: Incorporation of T & S PETROLIA, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above referenced proposed Florida corporation.

Also enclosed is a check in the amount of \$122.50 representing payment of the following:

| | |
|---------------------------------------|---------|
| Filing Fee | \$70.00 |
| Certified Copy | \$30.00 |
| Registered Agent Designation | \$22.50 |

Total\$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible.

Thank you for your anticipated cooperation.

Very truly yours,

Charles F. Possess

Charles F. Possess

mmw

CFP/mmww
Enclosures

15-96
[Handwritten signature]

FILED
95 DEC 28 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
T & S PETROLIA, P.A.

FILED
95 DEC 28 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 621, Florida Statutes under the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is T & S PETROLIA, P.A. The principal office and mailing address is 936 Evergreen Drive, Delray Beach, Florida 33483.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to provide marketing and sales services for real estate and mortgage related transactions.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 300 Common Shares at \$1.00 par value.

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: None.

ARTICLE VII

The street address of the initial registered office of the corporation is 936 Evergreen Drive, Delray Beach, Florida 33483, and the name of its initial registered agent at such address is TONY PETROLIA.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| Tony Petrolia | 936 Evergreen Drive Delray Beach, FL 33483 |
| Shelly Petrolia | 936 Evergreen Drive Delray Beach, FL 33483 |

ARTICLE IX

The name and address of each incorporator is/are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| Tony Petrolia | 936 Evergreen Drive Delray Beach, FL 33483 |

DATED this 27th day of December, 1995.

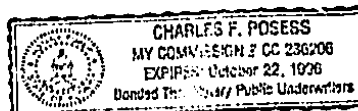
Tony Petrolia
TONY PETROLIA, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27th day of December, 1995, by TONY PETROLIA, who is personally known to me, or who has produced a as identification.

Charles F. Possess
Notary Public

My Commission Expires:



CONSENT OF REGISTERED AGENT

I, TONY PETROLIA, having been designated to act as Registered Agent of T & S PETROLIA, P.A., hereby agree to act in this capacity.

Tony Petrolia
TONY PETROLIA

FILED
95 DEC 28 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

996000001215

LAW OFFICES OF
POSESS & WALSER, P.A.
7015 HERACASA WAY, SUITE 201
(CORNER OF PALMITO PARK & POWHRLINE RDS.)
BOCA RATON, FLORIDA 33433
(407) 750-1040
Telecopier: (407) 750-0708

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER, LL.M.-ESTATE PLANNING
CARYN J. CLAYMAN, LL.M.-TAXATION
PETER HOWLEY, ACCOUNTANT
GARY LATMAN, ACCOUNTANT

REAL ESTATE DEPARTMENT
CHARLES F. POSSESS
DOUGLAS R. NEU
MONA S. WEISS
GISELE B. ASMAR

January 9, 1996

Secretary of State of Florida
Corporation Division
P.O. Box 6327
409 Gaines Street
Tallahassee, FL 32301

000001685050
-01/10/96--01118--012
*****35.00 *****35.00

RE: NAME CHANGE - T & S PETROLIA, P.A. to SHELLY PETROLIA, P.A.

Enclosed please find the executed Amendment to the Articles of Incorporation of T & S PETROLIA, P.A., changing its name to SHELLY PETROLIA, P.A.

Also enclosed is a check in the amount of Thirty-Five (\$35.00) Dollars made payable to the Secretary of State for this name change.

Please forward your Letter of Confirmation at your earliest convenience.

Sincerely,

Charles F. Possess

Charles F. Possess

CFP:mmw

NC
2/28
1-12


AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
T & S PETROLIA, P.A.

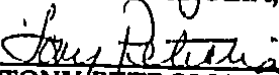
The following text is substituted for Article I in the Articles of Incorporation of T & S PETROLIA, P.A. (the "Corporation"):

ARTICLE I:

The Name of the Corporation is **SHELLY PETROLIA P.A.** The principal office and mailing address is 936 Evergreen Drive, Delray Beach, Florida 33483.

This Amendment was adopted on the 9th day of January, 1996, by the written consent of all of the directors and shareholders of the Corporation pursuant to Section 607.181, Florida Statutes.




SHELLY PETROLIA, President


TONY PETROLIA, Secretary

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me, this 9th day of January, 1996, by SHELLY PETROLIA, President of the corporation, who is personally known to me, or who has produced a _____ as identification and TONY PETROLIA, Secretary of the corporation, who is personally known to me, or who has produced a _____ as identification.

My Commission Expires:



Notary Public

