

P96000003806

LAW OFFICES
Scott & Taylor, P.A.

FLAGLER CENTER TOWER • SUITE 1005
305 SOUTH FLAGLER DRIVE
WEST PALM BEACH, FLORIDA 33401

ALAN F. SCOTT, JR.
Also Admitted to D.C.
JOHN C. TAYLOR, P.A.

FILED

96 JAN -8 PM 3:33
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

January 4, 1996

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

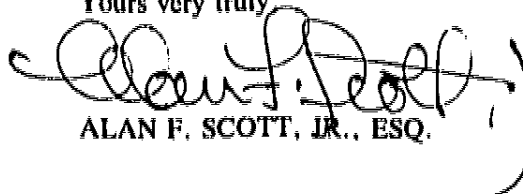
Re: Curtess-Crane & Co., INC
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find for filing Articles of Incorporation for Curtess-Crane & Co., INC along with a check in the amount of \$70.00 to cover the costs of filing.

Should you have any questions, please do not hesitate to contact me.

Yours very truly


ALAN F. SCOTT, JR., ESQ.

AFSjr:ksl

Enc.

funding\articles.ltr

alan Scott
add suffix
INC
PK

700001682047
-01/09/96--01012--001
*****70.00 *****70.00

PK
1/11/96

ARTICLES OF INCORPORATION

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Corporation for profit under the provisions of Section 607 F.S., Florida General Corporation Act, Florida Professional Service Corporation Act, of the Florida Statutes], does hereby adopt the following Articles of Incorporation:

I

Name of Corporation

The name of this corporation shall be **CURTESS-CRANE & CO., INC.**

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in a general financial business involved in trading, investing, funding, brokering and ownership of real and personal property.
- b. To engage in all other business activities permitted under the laws of the State of Florida.
- c. To invest and broker its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. 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.

III

Capital Stock

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,500 shares of common stock at One Hundred Dollars (\$100.00) per share par value.

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

IV

Duration

The corporation shall have perpetual existence.

V

Registered Agent

The address of this corporation's initial registered office is 505 S. Flagler Dr., Suite 1005, West Palm Beach, Florida 33401, and the name of its initial registered agent at said address is Alan F. Scott, Jr.

VI

Principal Office

The address of this corporation's principal office is 505 S. Flagler Dr., Suite 1005, West Palm Beach, Florida 33401.

VII

Incorporator

The name and address of the Incorporator is as follows: Alan F. Scott Jr., 505 S. Flagler Dr., Suite 1005, West Palm Beach, Florida 33401.

VIII

Board of Directors

The corporation shall have a Board of Directors consisting of two persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Roy McRae, President & Secretary
300 A1A, Unit #N104
Jupiter, Florida 33477

Patricia A. Scott, Vice-President & Treasurer
1225 Timbertrace Drive
Wesley Chapel, Florida 33543

IX

Informal Shareholder Action

Any action of the Shareholders 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 at a meeting and filed with the Secretary of the corporation as part of the corporate records.

X

Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation. The corporation shall forthwith, upon such disqualification of any shareholder,

purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shareholder shall not be entitled to dividends.

XI

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.

XII

Indemnification

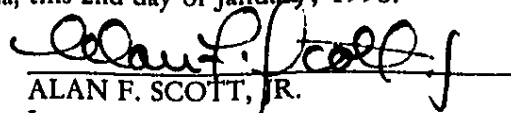
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

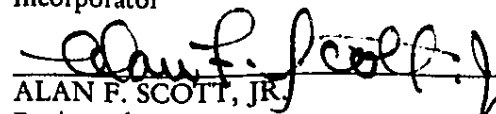
XIII

Bylaw Amendment

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in State of Florida, this 2nd day of January, 1996.


ALAN F. SCOTT, JR.
Incorporator


ALAN F. SCOTT, JR.
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared ALAN F. SCOTT, JR. who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator and Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at West Palm Beach in the said County and State, this 2nd day of January, 1996.

Kathleen S. Loviska

Notary Public
State of Florida
(Notarial Seal)

My Commission Expires: 5-31-98



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

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

That CURTESS-CRANE & CO., ^{TALL} desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 505 S. Flagler Dr., Suite 1005, West Palm Beach, Florida 33401, has named ALAN F. SCOTT, JR. located at 505 S. Flagler Dr., Suite 1005, West Palm Beach, Palm Beach County, Florida, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and efficient performance of my duties.


ALAN F. SCOTT, JR.

Date: January 2, 1996

c:\wpfiles\funding\articles