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Reinhard G. Stephan

Attorney At Law

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2000 Lee Road  
Suite 540  
Winter Park, Fl. 32789

January 23, 1996

Department of State  
Division of Corporations  
P.O. Box 6387  
Tallahassee, Fl. 32314

100001638111  
-01/25/96--01068--013  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Realty Services, Inc.

Dear Ladies or Gentlemen,

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced corporation to be formed. Also enclosed is our firm's check in the amount of \$122.50.

If you have any questions or if there are any problems with the documents please call me.

Sincerely,

  
Reinhard G. Stephan

789 502 621 671  
W96-2248

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

63 2/7/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

January 30, 1996

REINHARD G. STEPHAN, ESQUIRE  
2699 LEE RD SUITE 540  
WINTER PARK, FL 32789

SUBJECT: REALTY SERVICES, INC.  
Ref. Number: W96000002248

We have received your document for REALTY SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6931.

Garrett Blanton  
Document Specialist

Letter Number: 996A00003973

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ARTICLES OF INCORPORATION  
FOR REALTY SERVICES OF ORLANDO, INC.  
A CORPORATION FOR PROFIT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being desirous of forming a corporation for profit, a natural person competent to contract, under the provisions of Chapter 617 of the Florida Statutes, hereby subscribe to these Articles for the purpose of forming a corporation and with the powers herein specified.

ARTICLE I. NAME

The name of the Corporation shall be:

REALTY SERVICES OF ORLANDO, INC.

The mailing address and principal place of business for this corporation shall be:

300 E. Colonial Dr.  
Orlando, Fla. 32801

ARTICLE II. REGISTERED AGENT AND OFFICE

Business + mailing

ALAN LANDOW, whose address is 300 E. Colonial Dr. is hereby appointed the initial registered agent of this Association.

Orlando FLA.  
32801

ARTICLE III. PURPOSE AND POWERS OF  
THE CORPORATION

The general purpose for which the corporation is organized are:

A. To transact any and all lawful business for which corporation may be incorporated under the Florida General Corporation Act; and

B. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing; and

C. The Association shall have the following powers;

1. All of the powers and privileges granted to corporations for profit under the laws of the State of Florida as the same may be amended from time to time as therein provided.

2. All of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, without limitation, the power, authority and right to undertake all powers and duties set forth in the Articles and Bylaws as the same may be amended from time to time, the Bylaws being incorporated herein as if set forth in full.

#### ARTICLE IV. DURATION

This Corporation shall exist perpetually and shall be effective as of filing these articles of incorporation with the Secretary of State.

#### ARTICLE V. CAPITAL STOCK

A. The maximum number of capital stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of stock having no par value, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in judgment of the Board of Directors, at least equivalent to the full value of the stock to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restriction, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

D. Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their prorata share thereof (as nearly as may be done without issuance of the fractional share) at the price which it is offered to others.

## ARTICLE VI. INITIAL BOARD OF DIRECTORS AND OFFICERS

The business affairs of this Association shall be managed by the Board of Directors. The number of the initial Board of Directors shall be 1, who have been elected by the prospective members. The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are appointed are as follows: The number of directors may be either increased or decreased from time to time as provided in the By-Laws.

### DIRECTOR/OFFICER

ALAN LARIDOW  
President

ALAN LARIDOW  
Vice-President

ALAN LARIDOW  
Secretary

ALAN LARIDOW  
Treasurer

### ADDRESS

300 E COLONIAL DR.  
ORLANDO, FLA. 32801

"

"

"

## ARTICLE VII. OFFICERS

A. The Officers of the Association shall be a President, Vice President, Secretary and Treasurer, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the direction of the Board of Directors.

## ARTICLE VIII. BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation. The duties of the officers of this corporation shall be prescribed by such By-Laws. Such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provision regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders or in the event of the death of any of its shareholders.

## ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of January, 1996.



Alan Landow, Incorporator  
Whose business and mailing address is:  
300 E. Colonial Dr.  
Orlando, FL 32801

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation was executed before me this 9 day of January 1996, by Alan Landow as incorporator who is personally known to me. Witness my hand and official seal in the County and State last aforesaid this 9 day of January, 1996.

  
Notary Public, State of Florida

My Commission Expires:



REINHARD G. STEPHAN  
My Commission CC370779  
Expires May. 08, 1998  
Bonded by HAI  
800-422-1555

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT AND  
REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **REALTY SERVICES OF ORLANDO, INC.**

2. The name and address of the registered agent and office is:

ALAN LANDOW  
(name)

300 E COLONIAL DR.  
(P.O. Box not acceptable)

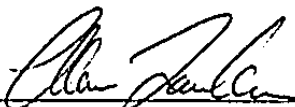
ORLANDO FLA. 32801  
(City/State/Zip)

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TALLAHASSEE FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
SIGNATURE

ALAN LANDOW  
PRINT NAME