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6 February, 1996

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

700001710227  
-02/08/96--01044--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation  
Keen and Scholz Properties, Inc.

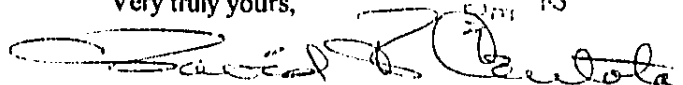
Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for filing.

A check for \$122.50 to cover the fees for filing charter and registered agent and certified copy is enclosed.

Please return the certified copy of said Articles to this office.

Very truly yours,

  
David D. Centola

DDC/ps  
enclosure

2/9/96



**ARTICLES OF INCORPORATION  
KEEN AND SCHOLZ PROPERTIES, INC.**

**WE, THE UNDERSIGNED INCORPORATOR,** hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Article of Incorporation providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**I**

The name of the corporation shall be:  
**KEEN AND SCHOLZ PROPERTIES, INC.**

**II**

The Corporation is formed for the following purposes:

- (1) to engage in the business of acquiring, by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired.
- (2) To engage in the business of erecting, or cause to be erected on any lands, held, or occupied by the Corporation, buildings or other structures, with their appurtenances, such as dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same.
- (3) To engage in the business of managing, operating, leasing, rebuilding, enlarging, altering or improving any building or other structure now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interest in lands, and any buildings or other structures, and any stores, shops, suites, rooms, or part of any buildings or other structures, at any time held or owned by the Corporation.
- (4) To engage in the business of acquiring, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development, or management of any property, real or personal, at any time owned, held, or occupied by the Corporation and to invest, trade and deal in any personal property, real or personal, at any time owned, held, or occupied by the Corporation and to invest, trade and deal in any personal property deemed beneficial to the Corporation, and

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CORPORATION STATE  
TALLAHASSEE, FLORIDA  
2010-02

to encumber or dispose of any personal property at any time owned or held by the Corporation.

(5) To take, buy, exchange, lease, or otherwise acquire real property and any interest or right therein, and to hold, own, operate, control, maintain, manage and develop such property and interest in any manner that may be necessary, useful, or advantageous for the purposes of this Corporation.

(6) To do such other things as are incidental, proper and necessary in the operation of said business and in the carrying out any and all of its purposes.

(7) To make, execute and receive contracts or assignments or delegations of contracts or relating thereto or connected with the business of this Corporation.

(8) To purchase, own, hold and sell property, improved or unimproved, or any interest therein or easement thereon.

(9) To generally carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

(10) To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invent, trade and deal with goods, wares, merchandise and other personal property of every class and description whatsoever.

(11) To buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said business, or commonly supplied or dealt in by persons engaged in any such business, or which may seem capable of being profitably dealt with in connection with any of the said businesses.

(12) To acquire, hold, own, dispose of and generally deal in grants, concessions, franchise and contracts of every kind; to cause or be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

(13) To borrow money and contract debts when necessary for the transaction of its business or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at specified time or times, or payable upon the happening of a

specified event or events, secured or unsecured, from time to time for moneys borrowed, or in payment for property acquired, or for any of the objects or purposes of the Corporation or for any of the objects of its business; to secure the same by mortgage, or deed(s) of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of the Corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the Corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the Corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the Corporation, secured or insecured, the right to convert the principal thereof into any preferred or common stock of the Corporation, now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors; to sell, pledge or otherwise dispose of any or all debentures or other bonds, notes and other obligations in such manner and upon such terms as the Board of directors may deem judicious, subject however, to the provision of ARTICLE XIII hereof.

(14) To have one or more offices, to conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States, and in foreign countries, without restriction as to place or amount.

(15) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the purposes, objects or the furtherance of any of the powers enumerated in this Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and in general, either alone or in association with other corporations, firms or individuals to carry on any lawful business necessary or incidental to the accomplishment of the purpose of the attainment or the objects or the furtherance of such purposes or objects of the Corporation, whether or not such business is similar in nature to the purpose and objects set forth in this Articles of Incorporation or any amendment thereof.

(16) To carry on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified interest of this corporation, and to do all things specified interest of this corporation, and to do all things specified interest of this corporation, and to do all things specified in Florida General Corporations Act, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may be at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause, shall, except where otherwise stated, be in no wise limited or restricted by any terms or provision of any other clause, and shall be regarded not only as independent purposes but the purposes and powers stated shall be constructed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are a furtherance of and in addition to and not in limitation of any said general powers.

### III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Thousand (1000) shares of Common Stock, One Dollars (\$1.00) par value. This number may be increased by amendment to this Article.

### IV

The whole or any part of the capital stock of said Corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Directors or shareholders.

**V**

The initial principal place of business of Corporation is:  
407 N.E. 17th Avenue, Apt. 104  
Boynton Beach, Florida 33435

**VI**

The Corporation shall have perpetual existence.

**VII**

The affairs of the Corporation shall be conducted by a Board of Directors of not less than two (2) who need not be a stockholder.

**VIII**

The names and street addresses of the first board of Directors, who, subject to the provisions of this Articles of Incorporation, the by-laws of this Corporation, and the Corporation laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

FLORENCE KEEN  
President/Secretary/Treasurer

407 NE 17TH AVENUE, APT. 104  
Boynton Beach, Florida 33435

Bryan Scholz  
Vice President

4336 E. Sunrise Drive  
Phoenix, Arizona 85044

**IX**

The names and street addresses of each subscriber of this Article of Incorporation is as follows:

FLORENCE KEEN

407 NE 17th Avenue  
Apt 104  
Boynton Beach, Florida 33435

**X**

All officers agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determine by the Board of Directors. Any person may hold two or more offices.

## **XI**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred on stockholders herein are granted subject to this reservation.

## **XII**

The resident Agent and the street address of the office, place of business or location for service of process within this state, is as follows:

FLORENCE KEEN  
407 NE 17TH AVE. APT. 104  
BOYNTON BEACH, FLORIDA 33435

## **XIII**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors, when elected, are expressly authorized:

(1) Subject to the By-Laws, if any, to make, alter amend or repeal the By-Laws of the Corporation.

(2) Both stockholders and Directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Florida, to have one or more offices and keep the books of the Corporation, subject to the provisions of the laws of the State of Florida, within or without the State of Florida, at such place as may from time to time be designated by the Board of Directors.

(3) No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or is a Director or Officer of such other Corporation, and Director or Directors individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the corporation or in which the Corporation is interested, and no contract, act or transaction of the Corporation with any person or persons, firm or corporation or in anyway connected with such person or persons. Each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist

for the benefit of himself or herself or any firm, association corporation in which he or she may be anywise interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he or she is also a Director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned, as subscribed incorporator, have hereunto set this her hand and seal this 6th day of February, 1996, for the purpose of forming this incorporation, and certify that the facts herein stated are true.

Florence Keen  
FLORENCE KEEN

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, personally appeared FLORENCE KEEN known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledges before me that they executed the same freely and voluntarily for the purpose herein stated.

WITNESS my hand and official seal at Palm Beach County, Florida this 6th day of February, 1996.



DAVID D. GENTOLA  
My Commission GC436012  
Expires Feb. 25, 1999  
Bonded by HAI  
800 422 4656

David D. Gentola  
Notary Public

**ACCEPTANCE OF DESIGNATION  
OF  
RESIDENT AGENT**

The undersigned, names as Resident Agent in the Articles of Incorporation of KEEN AND SCHOLZ PROPERTIES, INC., the designation of Resident Agent and agrees to perform those duties until removed by the Board of Directors of said Corporation.

Dated at Hypoluxo, Palm Beach County, Florida this 6th day of February, 1996.

Florence Keen  
FLORENCE KEEN  
407 NE 17TH AVENUE APT. 104  
Boynton Beach, Florida 33435