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2/27/96

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96 FEB 28 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REGISTRATION ONLY

Requestor's Name  
Address  
City State ZIP Phone

PBR

200001727122  
-02/28/96--01092--017  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Atlantic International Realty Inc.



Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

RECEIVED  
96 FEB 29 PM 12:54  
DIVISION OF CORPORATION

FEB 28 1996

ARTICLES OF INCORPORATION  
OF  
ATLANTIC INTERNATIONAL REALTY, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ATLANTIC INTERNATIONAL REALTY, INC.

The principal place of business of this corporation shall be 2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VI. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VII. DIRECTORS

This corporation shall have three directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Norman J. Hoskin Director	2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431
Richard A. Iamunno Director	2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431
Steven N. Whitehill Director	6401 Congress Avenue, Suite 205, Boca Raton, Florida 33487

#### ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Steven Whitehill Pres.	2200 Corporate Blvd., Suite 317 , Boca Raton, Florida 33431
Norman J. Hoskin Vice Pres.	2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431
Richard A. Iamunno Sect./Treas.	2200 Corporate Blvd., Suite 317, Boca Raton, Florida 33431

#### ARTICLE IX. INCORPORATOR

The power to adopt the initial By-Laws shall be vested in the directors. The power to amend or repeal the By-Laws, or adopt new By-Laws is reserved to the Directors.

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding shares entitled to vote, or may be amended by all of the directors and all of the shareholders signing a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XII. INCORPORATOR

The name and address of the incorporator and Registered Agent to these Articles of Incorporation is:


Norman J. Hoskin  
2200 Corporate Blvd., Suite 317,  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned authorized agent of corporation has set his hand and seal on this 2 of FEBRUARY 1996

By:   
Norman J. Hoskin

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 2 day of FEBRUARY 1996.

  
Notary Public, State of Florida at Large  
My Commission Expires:



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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: ATLANTIC INTERNATIONAL REALTY, Inc.

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

Norman J. Hoskin  
2200 Corporate Blvd., Suite 317,  
Boca Raton, Florida 33431

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SIGNATURE



(Corporate Officer)

TITLE

Vice President and Director

DATE

2-2-96

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

SIGNATURE



DATE

2-2-96

# P96000018372

Atlantic Intl Capital  
Requestor's Name

2200 Corporate Blvd, Suite 317  
Address

Boca Raton, FL 33431  
City/State/Zip Phone #

Office Use Only

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #) 200002018432-3  
-12/03/06--01141--005

4. \_\_\_\_\_  
(Corporation Name) (Document #) \*\*\*\*35.00 \*\*\*\*35.00

- Walk in
- Mail out
- Pick up time \_\_\_\_\_
- Will wait
- Certified Copy
- 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

SH 12/10

FILED  
96 DEC -3 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials	
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
96 DEC -3 AM 11: 14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Atlantic International Realty, Inc.

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(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 VII. DIRECTORS**

Steven N. Whitehill shall be removed as a Director and Sally H. Kimball shall be appointed.

Sally H. Kimball  
Director

117 Worth Ct. So.  
West Palm Beach, FL 33405

**ARTICLE VIII. OFFICERS**

Steven N. Whitehill shall be replaced as President by:

Sally H. Kimball  
President

117 Worth Ct. So.  
West Palm Beach, FL 33405

**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: November 12, 1996

FOURTH: Adoption of Amendmen(s) (check one)

The amendmen(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 th 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 amendmen(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 12<sup>th</sup> day of November, 1996.

Signature

  
(Director & Vice President)