

P96000047210

5/12/96.

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

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Division of Corporations:

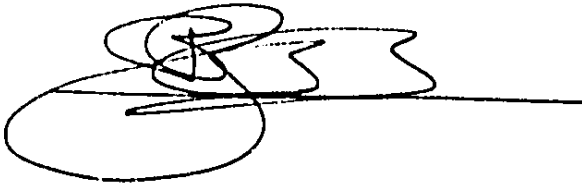
Enclosed please find Articles of Incorporation for PGARTY EXECUTIVES  
OF VENICE, INC. along with a check in the amount of \$70.00  
for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to  
me with the filing date stamped on it.

MAIL TO: P. REYNOLDS

Thank you,

4759 HARVEST BND  
SARASOTA, FL  
34235.



FILED  
95 MAY 28 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PAUL REYNOLDS GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Corp. Suffix  
DATE 6-4-96  
DOC. EXAM. ILR

## Articles of Incorporation

FILED

95 MAY 20 PM 2:41

1. The name of the corporation is: REALTY EXECUTIVES OF VENICE, INC.  
TALLAHASSEE, FLORIDA

2. The principal place of business and mailing address of the corporation is:  
200. N. TAMiami TRAIL, SUITE "D", VENICE, FL

3. The corporation shall have the authority to issue 34,785 100 shares of common stock, in one class only, each with a par value of \$ 1.00.

4. The registered agent of the corporation is PAUL REYNOLDS and the registered address is 200. N. TAMiami TRAIL, SUITE "D", VENICE, FL 34285.

5. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: JANE REYNOLDS & PAUL REYNOLDS @ 4759  
HARVEST BEND, SARASOTA, FL, 34235

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is JANE REYNOLDS whose address is 4759 HARVEST BEND, SARASOTA, FL, 34235

Dated 5/12/96

Paul Reynolds  
Incorporator

Having been named as registered agent and to accept service of process for the above stated 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 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.

Dated 5/12/96

[Signature]  
Registered Agent

MINUTES OF THE ORGANIZATION MEETING OF  
INCORPORATORS AND DIRECTORS OF

BEACH EXECUTIVES OF VENICE, INC.

The organization meeting of the above corporation was held on  
MAY 12, 1996 at 200 N. TAMIAMI TR "D"  
VENICE, FL at 10 o'clock Am.

The following persons were present:

JANE REYNOLDS  
PAUL REYNOLDS

The Waiver of notice of this meeting was signed by all directors and incorporators named in the Articles of Incorporation and filed in the minute book.

The meeting was called to order by JANE REYNOLDS  
an incorporator named in the Articles of Incorporation.  
PAUL REYNOLDS was nominated and elected Chairman and acted as such until relieved by the president. JANE REYNOLDS was nominated and elected temporary secretary, and acted as such until relieved by the permanent secretary.

A copy of the Articles of Incorporation which had been filed with the Secretary of State of the State of Florida on MAY 12, 1996 was examined by the Directors and Incorporators and filed in the minute book.

The election of officers for the coming year was then taken up and the following were duly nominated and elected by the Board of Directors to be the officers of the corporation to serve until such time as their successors are elected and qualified:

President: JANE REYNOLDS  
Vice President: PAUL REYNOLDS  
Secretary: " "  
Treasurer: " "

The proposed Bylaws for the corporation were then presented to the meeting and discussed. Upon motion duly made, seconded and carried the Bylaws were adopted and added to the minute book.

A corporate seal for the corporation was then presented to the meeting and upon motion duly made, seconded and carried, it was adopted as the seal of the corporation. An impression thereof was then made in the margin of these minutes

(SEAL)

The necessity of opening a bank account was then discussed and upon motion duly made, seconded and carried the following resolution was adopted:

RESOLVED that the corporation open bank accounts with SOUTH TRUST and that the officers of the corporation are authorized to take such action as is necessary to open such accounts; that the bank's printed form of resolution is hereby adopted and incorporated into these minutes by reference and shall be placed in the minute book; that any 1 of the following persons shall have signature authority over the account:

JANE REYNOLDS

PAUL REYNOLDS

Proposed stock certificates and stock transfer ledger were then presented to the meeting and examined. Upon motion duly made, seconded and carried the stock certificates and ledger were adopted as the certificates and transfer book to be used by the corporation. A sample stock certificate marked "VOID" and the stock transfer ledger were then added to the minute book. Upon motion duly made, seconded and carried it was then resolved that the stock certificates when issued would be signed by the President and the Secretary of the corporation.

The tax status of the corporation was then discussed and it was moved, seconded and carried that the stock of the corporation be issued under §1364 of the Internal Revenue Code and that the officers of the corporation take the necessary action to:

1. Obtain an employer tax number by filing form SS-4,
2. ☒ Become an S-Corporation for tax purposes,  
☐ Remain a C-Corporation for tax purposes,

The expenses of organizing the corporation were then discussed and it was moved, seconded and carried that the corporation pay in full from the corporate funds the expenses and reimburse any advances made by the incorporators upon proof of payment.

... Articles of Incorporation were presented and read, and upon the adjournment of this meeting, the same were duly read, seconded and carried. The following named persons were elected as directors of the corporation, each to hold office until the first annual meeting of shareholders, and until a successor thereof shall have been elected and qualified.

*Jane Reynolds*  
*Pavel Reynolds*

There were presented to the corporation, the following offered to purchase shares of capital stock:

NAME	NO. OF SHARES	CONSIDERATION
<i>Jane Reynolds</i>	<i>50</i>	<i>\$50.00</i>
<i>Pavel Reynolds</i>	<i>50</i>	<i>\$50.00</i>

The offers were discussed and after motion duly made, seconded and carried were approved. It was further resolved that the Board of Directors has determined that the consideration was valued at least equal to the value of the shares to be issued and that upon tender of the consideration, fully paid non-assessable shares of the corporation be issued.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

DATE: *MAY 12/96*

*J. Reynolds*  
 President

*[Signature]*  
 Secretary