

*P96000049680*  
*Bruce W. Flower*  
*Attorney at Law*

611 NORTH HAITLAND AVENUE HAITLAND, FLORIDA 08701 TELEPHONE (407) 080-9044 TELECOPIER (407) 080-8070

FILED  
JUN 11 PM 12:50  
TALLAHASSEE, FLORIDA

May 20, 1996

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

900001837319  
-05/23/96--01075--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: LETICIA L. NEBBIAI-RIEMAN, P.A.

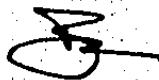
Dear Sir:

With reference to the above, I enclose original and one copy of Articles of Incorporation and Registered Agent form, together with check for filing as follows:

Filing fee	\$	35.00
Certified copy		52.50
Registered Agent		35.00
	\$	122.50

I also enclose return envelope for your convenience.

Very truly yours,



Bruce W. Flower

BWF:gm

Encs.

*789,634,1615,671*  
*W96-11508*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 30, 1996

BRUCE W. FLOWER, ESQ.  
511 NORTH MAITLAND AVENUE  
MAITLAND, FL 32751

SUBJECT: LETICIA L. NEBBIAI-RIEMAN, P.A.  
Ref. Number: W96000011508

We have received your document for LETICIA L. NEBBIAI-RIEMAN, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 096A00027134

FILED  
36 JUN 11 PM 2:50  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

LETICIA L. NEBBIAI-RIEMAN, P.A.

The undersigned natural person, competent and licensed to practice as a real estate salesperson in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

### NAME OF CORPORATION

1. The name of this corporation shall be LETICIA L. NEBBIAI-RIEMAN, P.A.

### PURPOSES

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

a. To engage in every aspect in the field of real estate sales, and all its fields of specializations, as are engaged in by real estate salespersons.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be licensed real estate salespersons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. 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.

#### CAPITAL STOCK

3. a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 7,500 shares of common stock at \$1.00 per share par value.

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

c. Shares of the corporation's stock and certificates shall be issued only to real estate salespersons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### DURATION

4. The corporation shall have perpetual existence.

#### REGISTERED AGENT

5. The address of this corporation's initial registered office is 511 North Maitland Avenue, Maitland, Florida 32751, and the name of its initial registered agent at said address is Bruce W. Flower, Esq.

#### INCORPORATOR AND PRINCIPAL OFFICE

6. The name and address of the Incorporator and principal office of the corporation is as follows:

NAME	ADDRESS
Leticia L. Nebbiai-Rieman	4270 Aloma Avenue, #124 Winter Park, FL 32792

#### BOARD OF DIRECTORS

7. The corporation shall have a Board of Directors consisting of one person. 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 Director of this corporation is:

NAME	ADDRESS
Leticia L. Nebbiai-Rieman	4270 Aloma Avenue, #124 Winter Park, FL 32792

### INFORMAL SHAREHOLDER ACTION

8. 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.

### SEVERANCE AND TERMINATION OF EMPLOYMENT

9. If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restriction or limitations on his continued rendering of such professional 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 on account of professional services. 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 shares shall not be entitled to dividends.

### INFORMAL DIRECTOR ACTION

10. 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.

### INDEMNIFICATION

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

### BYLAW AMENDMENT

12. 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 the State of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in State of Florida, this 20th day of May, 1996.

  
LETICIA L. NEBBIAI-RIEMAN  
Incorporator

  
Registered Agent

STATE OF FLORIDA

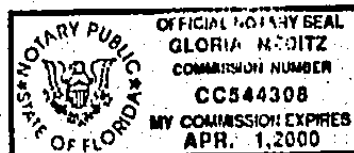
COUNTY OF ORANGE

BEFORE ME the undersigned authority, personally appeared LETICIA L. NEBBIAI-RIEMAN, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Maitland in the said County and State this 20th day of May, 1996.

  
Notary Public

My commission expires:



FILED  
96 JUN 11 PM 12:50  
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 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: LETICIA L. NEBBIAI-RIEMAN, P.A.

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

BRUCE W. FLOWER, Esq.

(Name)

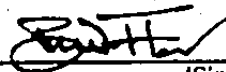
511 NORTH MAITLAND AVENUE

(P.O. Box not acceptable)

MAITLAND, FL 32751

(City/State/Zip)

*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 I am familiar with and accept the obligations of my position as registered agent.*



(Signature)

JUNE 5, 1996

(Date)