

PA6000063942

PAUL N. CONTESSA, P. A.

ATTORNEY AT LAW

July 23, 1996

Corporate Records Bureau  
Division of Corporations  
Dept. of State  
P.O. Box 6327  
Tallahassee, Florida 32314

800001907558  
-07/30/96--01036--020  
\*\*\*\*122.50 \*\*\*\*122.50

Re: KENNETH J. FARKAS, P.A.

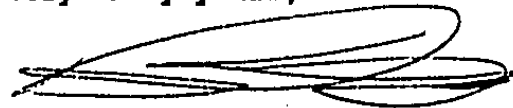
To whom it may concern:

In reference to the above corporation, please find an original and one copy of the Articles of Incorporation which have been signed and notarized. I have also enclosed a check for \$122.50 to cover the cost of the filing fees associated with the above corporation.

Please establish the above corporation and return the certified copy to me. If you have any questions, please call me at your convenience.

Thank you for your assistance.

Very truly yours,



PAUL N. CONTESSA, ESQUIRE  
Encs. Ck#7389

FILED  
96 JUL 29 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7.31.96  
JR

ARTICLES OF INCORPORATION

OF

KENNETH J. FARKAS, P.A.

FILED  
\$5 JUL 23 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a professional corporation under the provisions of Chapter 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

The name and initial address of this corporation shall be:

KENNETH J. FARKAS, P.A.  
15321 South Dixie Highway #207  
Miami, Florida 33157

ARTICLE II

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

The general purpose for which this corporation is organized is to engage in every aspect of the practice of real estate sales and leasing. The professional services involved in the corporation's practice of real estate may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice nursing in the State of Florida.

The corporation shall not engage in any other business other than the practice of real estate. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is Five Thousand (5,000). Such shares shall be of a single class, and shall have a par value of One (1.00) dollar per share.

ARTICLE V

The initial office of this corporation shall be at 15321 South Dixie Highway #207, Miami, FL 33157, with the privilege of having its offices at other places within or without the State of Florida. The initial registered agent at that address shall be KENNETH J. FARKAS

#### ARTICLE VI

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the bylaws, but shall not be less than one. The name and address of the initial member of the board of directors is:

KENNETH J. FARKAS  
15321 South Dixie Highway #207  
Miami, FL 33157

#### ARTICLE VII

The name and address of the incorporator is: KENNETH J. FARKAS 15321 South Dixie Highway #207 Miami, FL 33157.

#### ARTICLE VIII

1) The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized to practice real estate in the State of Florida. In the event that a shareholder:

A) becomes disqualified to practice real estate in this state; or

B) Sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge is made in any manner prohibited by law, or in a manner inconsistent with the provisions of these Articles or the by-laws of this corporation; or

C) suffers an execution to be levied upon his stock, or such stock is subjected to sale or other legal process, the effect of which is to vest any legal or equitable interest in such stock in some person ineligible by law or by virtue of these Articles to be a shareholder in this corporation;

Then the stock of such shareholder shall immediately stand forfeited and such stock shall be immediately cancelled by this corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of a by-law provision or a written contract between the corporation and its shareholders, or a written agreement among its shareholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The shareholder whose stock so becomes forfeited and cancelled by the corporation shall forthwith cease to be a shareholder and shall accept payment for his stock in accordance with the foregoing, and after payment of other sums then lawfully due and owing to said shareholder by the corporation, such

shareholder shall then and thereafter have no further financial interest of any kind in the corporation.

2) No shareholder of this corporation may sell or transfer any of his shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice real estate in the State of Florida. No shareholder of this corporation may enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

3) The board of directors is specifically authorized from time to time to adopt by-laws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

#### ARTICLE IX

The corporation shall indemnify each director, officer, and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 10 day of June, 1996.

  
KENNETH J. FARKAS  
Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE )

FILED  
9 JUL 29 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared, KENNETH J. FARKAS, who is known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who, being by me first duly sworn on oath, deposes and states and does acknowledge before me, that the said Articles are the act and deed of the signer respectively and respectfully, and the facts and matter therein set forth are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 10 day of June, 1996.



LISA I. CONTESSA  
COMMISSION # CC 318710  
EXPIRES SEP 25, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245

  
NOTARY, STATE OF FLA.  
AT LARGE

My Commission Expires:

Lisa I. Contessa  
PRINTED NAME OF NOTARY