# CAPITAL CONNECTION, INC. 70280

417 E. Virginia St., Suite I, Tallahassee, PL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, PL 32302 TOLL PREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum,

THANK YOU from Your Capital Connection

### ARTICLES OF INCORPORATION

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#### HALLMARK PLAZA, INC.

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

# ARTICLE I Name of Corporation

The name of the corporation shall be:

HALLMARK PLAZA, INC.

### ARTICLE II Nature of Business

The general nature of the business to be transacted by this corporation is to own, operate and manage investment properties and to perform any other activities or business permitted under the laws of the United States and the State of Florida.

# ARTICLE III Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is: 100 shares of Five Dollars (\$5.00) par value all of which shall have the same rights and privileges.

#### ARTICLE IV Initial Capital

The amount of capital with which this corporation will begin business is not less than 14ve Hundred (\$500,00) Dollars.

### ARTICLE V Term of Existence

This corporation is to exist perpetually.

#### ARTICLE VI Principal Place of Business

The initial street address in this state of the principal office of this corporation is: 4500 - 140th Avenue North, Suite 101, Clearwater, Florida 34622. The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

#### ARTICLE VII Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DANIEL A. ENGELHARDT 4500 - 140th Avenue North, Suite 101 Clearwater, FL 34622 BARBARA J. ENGELHARDT 4500 - 140th Avenue North, Suite 101 Clearwater, FL 34622

#### ARTICLE VIII Subscriber

The name and the street address of the subscriber of these Articles of Incorporation is:

DANIEL A. ENGELHARDT 4500 - 140th Avenue North, Suite 101 Clearwater, FL 34622

# ARTICLE IX Designation of Registered Agent

The initial designation of the Registered Office of this corporation shall be 603 Indian Rocks Road, Belleair, Florida 34616, and the Registered Agent shall be THOMAS W. RUGGLES, to accept service of process within this State until changed according to law.

### ARTICLE X Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

### ARTICLE XI Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these

Attleles of Incorporation with the State of Plorida.

### ARTICLE XII Pre-Emplive Rights

The shareholders of this Corporation shall be entitled to purchase ratable according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable are convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

IN WITNESS WHEREOF, the incorporator above named, has hereunto set his hand and seal this \_\_\_\_\_\_ day of August, 1996.

DANIEL A. ENGELHARDT

STATE OF FLORIDA }
COUNTY OF PINELLAS }

The foregoing document was acknowledged before me on the <a>2</a>/ day of August, 1996, by DANIEL A. ENGELHARDT, who: <a>III</a> is personally known to me, or <a>III</a> is not as identification.

**NOTARY PUBLIC** 

State of Florida at Large

Commission Number & Expiration Date:



Kathy Jacobrone
MY COMMISSION # CC555497 EXPIRES
June 23, 2009
80NDED TIRLI TROY FAMINISTRANCE, INC.

### ACCEPTANCE OF REGISTERED AGENT

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THOMAS W. RUGGLES, does states that he is familiar with, and accesstatutes.  DATED this 2 day of F	hat me obligations provi	ation of Registered ded for in 607.05	d Agent as 05, Florid	nd da
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STATE OF FLORIDA } COUNTY OF PINELLAS }		Š	9: 51 Francisco	
The foregoing document was ack 1996, by <b>THOMAS W. RUGGLES</b> , a personally known to me, who produced as identification.		the 215th day on to me, or	of August □ is no 	it
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