

P96000078268

RONALD J. SPADARO  
11401 West Palmetto Park Road  
Suite 176  
Boca Raton, FL 33428  
Phone: (561) 488-8350  
Fax: (954) 426-4200

September 16, 1996

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

800001351608  
-09/19/96--01050--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

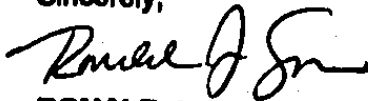
RE: REALTY 100 ASSOCIATES, INC.

To Whom It May Concern:

Enclosed is check #184 in the amount of \$70.00 to form the above-referenced corporation.

Thank you for your consideration,

Sincerely,

  
RONALD J. SPADARO

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 19 AM 11:03

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 19 AM 11:03

# ARTICLES OF INCORPORATION OF REALTY 100 ASSOCIATES, INC.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

## ARTICLE 1 - NAME AND ADDRESS

The name of this corporation is REALTY 100 ASSOCIATES, INC. The address of the corporation is 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428.

## ARTICLE 2 - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

## ARTICLE 3 - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor of services in lieu thereof at a just valuation to be fixed by the Board of Directors.

## ARTICLE 4 - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

## ARTICLE 5 - TERM

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

## ARTICLE 6 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as early as may be done without issuance of fractional shares) at the prices at which it is offered to others.

## **ARTICLE 7 - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428 and the name of the initial registered agent of this corporation is RONALD J. SPADARO whose address is 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428.

## **ARTICLE 8 - INITIAL BOARD OF DIRECTORS**

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address for the initial director of this corporation is RONALD J. SPADARO, 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428.

## **ARTICLE 9 - INCORPORATOR**

The name and address of the person signing these articles is: RONALD J. SPADARO, 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428.

## **ARTICLE 10 - INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

## **ARTICLE 11**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniary or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provide that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining of the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were no such director or officer of such other corporation, or not so interested.

## **ARTICLE 12**

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of September 1996

Ronald J. Spadaro  
Subscriber

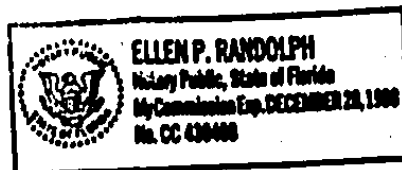
STATE OF FLORIDA )  
COUNTY OF Palm Beach) SS  
Broward ER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RONALD J. SPADARO, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and He acknowledged before me that He executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16 day of September 1996

Ellen P. Randolph  
NOTARY PUBLIC, State of Florida

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That REALTY 100 ASSOCIATES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Boca Raton, County of Palm Beach, State of Florida, has named RONALD J. SPADARO, located at 11401A West Palmetto Park Road, Suite 176, Boca Raton, FL 33428 City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process with the state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Ronald J. Spadaro  
(Resident Agent)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 19 AM 11:03

P96000078368  
TRANSMITTAL LETTER

96 SEP 19 PM 1:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: DELCHO ENTERPRISES, INC.  
(Proposed corporate name - must include suffix)

600001951786  
-09/19/96--01070--005  
\*\*\*131.25 \*\*\*131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

DELCHO OCORELKOFF

Name (printed or typed)

5950 NE 18TH AVE #532

Address

FORT LAUDERDALE, FL 33334

City, State & Zip

(954) 491-1248

Daytime Telephone number

*Delcho Ocorelkoff*  
AUTHORIZATION BY PRINCIPAL TO  
CORRECT *Delcho Ocorelkoff*  
DATE *07/19/96*  
DOCL. # *07/19/96*

NOTE: Please provide the original and one copy of the articles.

*PK*  
*9/20/96*

## ARTICLES OF INCORPORATION

FILED

96 SEP 19 PM 1:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

DELCHO ENTERPRISES, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1217 SE 3RD AVENUE  
FORT LAUDERDALE, FL 33316

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 SHARES

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DELCHO OGORELKOFF  
5950 NE 18TH AVENUE, #532  
FORT LAUDERDALE, FL 33334

## ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

THE NAME OF THE CORPORATION IS DELCHO ENTERPRISES  
THE PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED TO DO BUSINESS IS TO ENGAGE  
IN ANY LAWFUL ACT OR ACTIVITY ALLOWED BY FLORIDA STATE BUSINESS CORPORATION LAW. THE  
CORPORATION IS NOT FORMED TO ENGAGE IN ANY ACT OR ACTIVITY REQUIRING THE CONSENT OR  
APPROVAL OF ANY STATE OFFICIAL, DEPARTMENT, BOARD, OR OTHER BODY WITHOUT SUCH CONSENT  
OR APPROVAL FIRST BEING OBTAINED. THE CORPORATION IS AUTHORIZED TO ISSUE ONE CLASS OF  
STOCK, THAT STOCK BEING 200 SHARES OF NO PAR VALUE, COMMON STOCK, WITH IDENTICAL RIGHTS  
AND PRIVILEGES, THE TRANSFER OF WHICH IS RESTRICTED ACCORDING TO THE BYLAWS OF THE  
CORPORATION.

THE MAILING ADDRESS OF THE INITIAL OFFICER IS:

DELCHO OGORELKOFF, 5950 NE 18TH AVE., FORT LAUDERDALE, FLORIDA 33316. #532

NO DIRECTOR SHALL BE HELD LIABLE TO THE CORPORATION OR ITS SHAREHOLDERS FOR MONETARY  
DAMAGES DUE TO A BREACH OF FIDUCIARY DUTY, UNLESS THE BREACH IS A RESULT OF SELF-DEALING,  
INTENTIONAL MISCONDUCT, OR ILLEGAL ACTIONS.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17TH day of SEPTEMBER, 19 96

(An additional article must be added if an effective date is requested.)

*Delcho Ogorelkoff*  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.



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

96 SEP 19 PM 1:01

PURSUANT TO THE PROVISIONS OF SECTION 607.0301, 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: DELCHO ENTERPRISES, INC.

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

DELCHO OGORELKOFF

(NAME)

5950 NE 18TH AVE #532

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FORT LAUDERDALE, FL 33334

(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.*

*Delcho Ogorelkoff*  
(SIGNATURE)

9-17-96  
(DATE)

**DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314**