

MJC

MICHAEL J. COOPER  
ATTORNEY AT LAW

321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

January 17, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

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-01/21/97--01075--014  
\*\*\*\*122.50 \*\*\*\*122.50

RE: FIRST AVENUE PROPERTIES, INC.

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above corporation, (including designation of Resident Agent) together with our account check payable to your order in the amount of \$122.50 to cover the following:

Filing fee for Charter	\$ 35.00
Certified copy of Charter	52.50
Filing fee for Certificate of Registered Agent	35.00

**TOTAL: \$122.50**

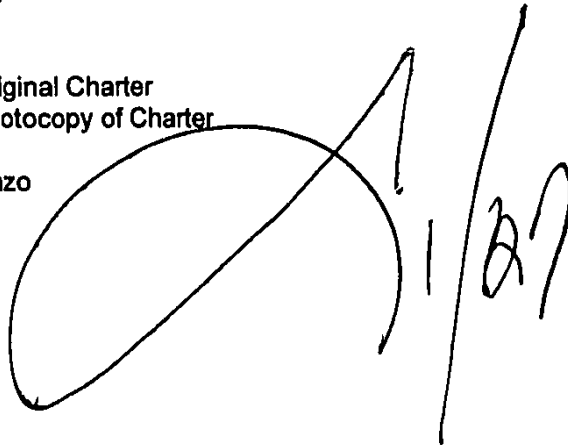
Please return to me a certified copy of the Charter. Thank you for your cooperation in this matter.

Sincerely yours,

  
Michael J. Cooper

MJC/jr  
Enclosures: Original Charter  
Photocopy of Charter

xc: M. Dilozenzo



FILED  
97 JAN 21 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**FIRST AVENUE PROPERTIES, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

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97 JAN 21 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is FIRST AVENUE PROPERTIES, INC., with a mailing address of 2840 SE 3rd Court, Suite 200, Ocala, Florida 34471.

**ARTICLE II - COMMENCEMENT AND DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

**ARTICLE III - PURPOSE**

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V - PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is: 2840 SE 3rd Court, Suite 200, Ocala, Florida 34471. The name of its initial Registered Agent is MICHAEL J. COOPER, whose address is: 321 NW Third Avenue, Ocala, FL 34475.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The corporation shall have three (3) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is/are:

- 1) Marcus J. DiLorenzo, at 2840 SE 3rd Court, Suite 200, Ocala, Florida 34471.
- 2) Nagesh Kohli, at 2840 SE 3rd Court, Suite 200, Ocala, Florida 34471.
- 3) Prushottam Mitra, at 2840 SE 3rd Court, Suite 200, Ocala, Florida 34471.

**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is: MICHAEL J. COOPER, 321 NW Third

Avenue, Ocala, Florida 34475.

### ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

### ARTICLE IX - PRE-EMPTIVE RIGHTS

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 17 day of January, 1997.

  
MICHAEL J. COOPER, Incorporator

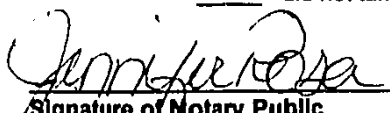
I, MICHAEL J. COOPER, accept the office of Registered Agent. I am located at 321 NW Third Avenue, Ocala, Florida 34475, the registered office of this corporation.

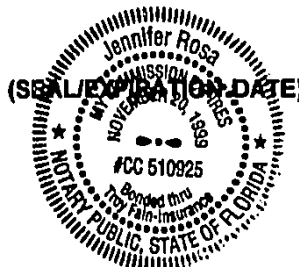
  
MICHAEL J. COOPER, Registered Agent

STATE OF FLORIDA, COUNTY OF MARION

The foregoing instrument was acknowledged before me this 17, day of January, 1997, MICHAEL J. COOPER, as Incorporator and as Registered Agent, who:

- A) ☒ is/are personally known to me OR  
\_\_\_\_ who has/have produced \_\_\_\_ a driver's license OR  
\_\_\_\_ other identification: \_\_\_\_\_  
\_\_\_\_ as identification; and
- B) \_\_\_\_\_ did OR  
\_\_\_\_\_ did not take an oath.

  
\_\_\_\_\_  
Signature of Notary Public  
Jennifer Rosa  
\_\_\_\_\_  
Printed name of Notary Public



FILED  
97 JAN 21 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA