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Suite d City/State/Z	FL 297-0990	TALÉ MAGULE, r LORIGA
City/State/2	ip. I notice	Office Use Only
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):		
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NEW FILINGS	AMENDMENTS	A CONTRACT OF THE CONTRACT OF
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NonProfit	Resignation of R.A., Officer/ Director	
Limited Liability	Change of Registered Agent	東東東東(U。UU 東東東東米(U。UI) 
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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 20, 1997

RICHARD E. BENTON 1415 E PIEDMONT DR, SUITE 4 TALLAHASSEE, FL

SUBJECT: ALL FLA. PROPERTY MANAGEMENT, INC.

Ref. Number: W97000011843

SOUTHOAST

We have received your document for AEL FLA. PROPERTY MANAGEMENT, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 097A00027192

# ARTICLES OF INCORPORATION

FILED

97 MAY 20 PH 1: 33

OF

# SOUTHEAST FLA. PROPERTY MANAGEMENT, INCALLAMAGEMENT, 1000 MA

The undersigned does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of incorporating **Southeast Fla. Property Management, Inc.** (the "Corporation"), under the laws of the State of Florida.

# **ARTICLE ONE - NAME**

The name of the corporation is Southeast Fla. Property Management, Inc.

# ARTICLE TWO - PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office shall be located at 1415 East Piedmont Drive, Suite 4, Tallahassee, Florida 32312, and its mailing address shall be Post Office Box 811768, Boca Raton, Florida 33486.

# **ARTICLE THREE - TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

#### ARTICLE FOUR - GENERAL PURPOSE OF CORPORATION

The general purpose of the corporation and the nature of the business to be transacted by the corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

# **ARTICLE FIVE - CAPITAL STOCK**

The maximum number of shares of any equity security that the corporation is authorized to have outstanding at any time shall be as follows:

Common Stock - 100 shares of common stock. The whole or any part of the common stock of the corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

#### ARTICLE SIX - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial registered agent and the street address of the initial registered office of the corporation shall be:

Richard E. Benton 1415 East Piedmont Drive Suite 4 Tallahassee, Florida 32312

The Board of Directors may move the registered office to any other address in the State of Florida.

#### **ARTICLE SEVEN - INDEMNIFICATION**

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

#### **ARTICLE EIGHT - DIRECTORS**

The corporation shall initially have two (2) directors. The number of directors may be increased or decreased by the Board of Directors, as expressed in the corporation's Bylaws, but shall never be less than one (1). A director is not required to meet any qualifications other than those required by the laws of the State of Florida. The name and addresses of the initial directors are as follows:

Helena Debraun Post Office Box 811768 Boca Raton, Florida 33486

and

William Senko
Post Office Box 811768
Boca Raton, Florida 33486

# **ARTICLE NINE - INCORPORATORS**

The name and street address of the persons acting as the incorporators of the corporation are as follows:

Richard E. Benton 1415 East Piedmont Drive Suite 4 Tallahassee, Florida 32312

#### **ARTICLE TEN - PREEMPTIVE RIGHTS**

All holders of the corporation's common stock shall have preemptive rights with respect to any stock, regardless of class or series, issued by the corporation subsequent to the date on which any such shareholder purchased his shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his proportionate ownership interest in the corporation will remain the same.

#### **ARTICLE ELEVEN - AMENDMENT**

The Articles of Incorporation may be amended as provided under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these

Articles of Incorporation this \_\_\_\_\_\_ day of May, 1997.

RICHARD E. BENTON

# CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF

FILED 97 MAY 20 PM 1:33 TALLAMASSEE, FLORIDA

SOUTHEAST FLA. PROPERTY MANAGEMENT, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial registered agent for the service of process within the State of Florida, does hereby accept the appointment as such registered agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the registered office which is located at:

1415 East Piedmont Drive Suite 4 Tallahassee, Florida 32312

The registered agent further acknowledges that he is familiar with and accepts the obligations of serving as registered agent.

IN WITNESS WHEREOF, I, such designated registered agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this \_\_\_\_\_\_ day of May, 1997.

RICHARDE BENTON