

CONTACT:

**P97000067317**

OFFICE USE ONLY (Document #) **604181/93**

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

FILED  
97 AUG -4 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Apartment Personnel of Florida Inc.  
(Corporation Name) (Document #)

2 \_\_\_\_\_  
(Corporation Name) (Document #)

3 \_\_\_\_\_  
(Corporation Name) (Document #)

4 \_\_\_\_\_  
(Corporation Name) (Document #)

**RUSH**

☒ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

☒ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

K.R. AUG 05 1997

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS  
**HOLD FOR  
PICKUP BY  
UCC SERVICES**

Examiner's Initials

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97 AUG-4 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
APARTMENT PERSONNEL OF FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is APARTMENT PERSONNEL OF FLORIDA, INC.

ARTICLE TWO

The principal place of business and mailing address of this Corporation is 4950 N. O'Connor #230, Irving, Texas 75062.

ARTICLE THREE

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) of the par value of Ten Cents (\$.10) each.

ARTICLE FOUR

The Post Office address of it's initial registered office is 526 E. Park Avenue, Tallahassee, Florida 32301 and the name of it's initial registered agent is UCC Filing & Search Services, Inc.

ARTICLE FIVE

The purpose or purposes for which the Corporation is

APARTMENT PERSONNEL OF FLORIDA, INC.  
ARTICLES OF INCORPORATION - PAGE 1 OF 4

organized are:

To engage in any lawful act, activity and/or business for which Corporations may be organized under the Florida Business Corporation Act; provided, however, that:

- (I) No purpose stated above shall authorize this Corporation to be organized for or to transact any business in this State which is prohibited in writing or hereafter amended.
- (II) No purpose stated above shall authorize this Corporation to be organized for or to transact any business in this State which is prohibited under the Florida Business Corporation Act.
- (III) No purpose stated above shall give to the Corporation banking discount or insurance privileges.

#### ARTICLE SIX

The number of directors constituting the initial Board of Directors is one (1), and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the Shareholders or until their successors are elected and qualified are:

CATHY SMITH  
PO BOX 210086  
BEDFORD, TEXAS 76095

#### ARTICLE SEVEN

The name and address of the incorporator is:

Patti Lindsey  
1750 E. Northwest Hwy, Suite 250  
Garland, Texas 75041

#### ARTICLE EIGHT

All of this Corporation's Directors and Officers and former Directors and Officers and all persons who may have served at this Corporation's request as a Director or Officer of another Corporation in which this Corporation owns shares of Capital Stock or of which this Corporation is a creditor, shall be indemnified against expenses actually and necessarily incurred by them in connection with the defense of any threatened pending or completed action, suit or proceedings in which they, or any of them are made parties, or a party, by reason of being or having been Directors or Officers of this Corporation, or of such other Corporation, except in relation to matters as to which any such Director or Officer or person shall be guilty of negligence or misconduct. The foregoing right to indemnity shall include reimbursement of the amounts and expenses paid or incurred in settlement of any such action, suit or proceeding if settlement thereof or a plea of Nolo Contendere (or other plea of counsel for this Corporation) appears to be deemed advisable exclusive of any other rights to which those indemnified may be entitled by law or under any Bylaws, agreement, vote of Stockholders or otherwise.

#### ARTICLE NINE

At no election for Directors of the Corporation may any Shareholder, entitled to vote, be allowed to accumulate his votes, and to give one candidate a number of votes equal to the number of Directors to be elected, multiplied by the number of votes to which his shares are entitled. Nor may any Shareholder distribute his votes on the same principal among as many candidates for Directors as Shareholders think is fit, but such Cumulative Voting by Shareholders is specifically denied.

#### ARTICLE TEN

The Shareholders of the Corporation shall have the preemptive right to subscribe to any issues of shares or securities of this Corporation at any time unless otherwise determined by the Shareholders.

#### ARTICLE ELEVEN

The Corporation elects to become a Close Corporation. The following provisions are subject to the Corporation retaining its status as a Close Corporation. No shares of stock in the Corporation shall be issued by means of any public offering, solicitation, or advertisement. All of the issued shares of the Corporation shall be subject to restrictions on transfer which are permitted by the Florida Business Corporation Act. All of the issued shares of the Corporation, excluding Treasury shares, and all of the issued securities evidencing the right to acquire shares of the Corporation shall be held of record by no more than thirty-five (35) persons in the aggregate.

#### ARTICLE TWELVE

No contract or other transaction between this Corporation and any other person, firm, association or Corporation or in which this Corporation is interested and no act of this Corporation, shall in the absence of fraud, be invalidated or in any way affected by the fact that any of the directors of this Corporation are pecuniary or otherwise interested, directly or indirectly, in such contract, transaction or act, or are related to or interested in such person, firm, association or Corporation as a Director, Shareholder, Officer, Employee, Member or otherwise. Any Director so interested or related who is present at any meeting of the Board of Directors or committee of Directors which action on any such contract, transaction or act is taken shall not be prohibited from being counted and may be counted in determining the approval of any such contract, transaction or act. No Director so interested or related shall, because of such interest or relationship, be disqualified from holding his/her office or be liable to the Corporation or to any Stockholder or creditor thereof for any loss incurred by this Corporation under or by reason of such contract, transaction or act, or be accountable for any gains or profits he/she may have realized therein.

The undersigned incorporator has executed these Articles of Incorporation this 21st day of July, 1997.

Patti Lindsey  
Patti Lindsey, Incorporator

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

Pursuant to the provisions of sections 607.0501, 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: APARTMENT PERSONNEL OF FLORIA, INC.

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

UCC Filing & Search Services, Inc.  
(NAME)

526 E. Park Avenue  
(P.O. BOX NOT ACCEPTABLE)

Tallahassee, FL 32301  
(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.

SIGNATURE

*Billy B. Gray*

DATE

*8/4/95*

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