

P97000085979

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

FILED

97 OCT -3 AM 10: 18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-10/03/97--01008--008
****131.25 ****131.25

SUBJECT: Supreme Homes Inspection Services, Inc.
(Proposed corporate name including suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$131.25 for:

\$ 70.00 filing fee
\$ 52.50 certified copy
\$ 8.75 certificate of status

FROM: Rodolfo Villanueva
6619 South Dixie Highway, #154
Miami, Fl. 33143
(305) 727-2021

P. Hall
OCT - 6 1997

ARTICLES OF INCORPORATION

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

TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Supreme Homes Inspection Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is not known at this time. The mailing address of this corporation shall be 6619 South Dixie Highway, #154, Miami, Florida 33143. The board of directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at no par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for by money, property, or services, as just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

The capital stock is being issued pursuant to Section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein by reference and made a part hereof.

No stock in the corporation shall be transferred to a person who is not already a stockholder unless the stock shall have been first offered in writing for sale to each of the other stockholders of the corporation at the same price and on the same terms as would govern upon a transfer to a person not a stockholder. The written offer shall set forth the price and terms and shall be sent by certified mail, return receipt requested, to each stockholder at the address listed on the corporation's books. The right to transfer the stock to a person not a stockholder shall not be permitted until all existing stockholders refuse the offer made as provided above or until they fail for a period of thirty (30) days after receipt of the written offer to accept the same by compliance with the terms therein set forth. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the By-Laws of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this corporation is 6619 South Dixie Highway, #154, Miami, Florida 33143. The name of the initial registered agent of this corporation at that address is Rodolfo Villanueva. The board of directors may, from time to time, move the registered office to any other address in Florida.

ARTICLE V INCORPORATOR

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

Rodolfo Villanueva
6619 South Dixie Highway, #154
Miami, Florida 33143

The names and street addresses of the initial directors and officers of this corporation are:

Rodolfo Villanueva	Director and President
6619 South Dixie Highway, #154	
Miami, Florida 33143	

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

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 the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the

corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if there were not such director or officer of such other corporation or not so interested.

The undersigned incorporator has executed these Articles of Incorporation this 1st day of October, 1997.

Rodolfo Villanueva
Rodolfo Villanueva, Incorporator

STATE OF FLORIDA)
SS.
COUNTY OF DADE}

BEFORE ME, the undersigned authority, personally appeared RODOLFO VILLANUEVA, who being by me first duly sworn, states under oath that the facts contained in the foregoing Articles of Incorporation are true and that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 1st day of October, 1997.

Leonor M. Liesler
NOTARY PUBLIC, State of Florida

My commission expires:



LEONOR M. LIESLER
My Commission CC300022
Expires Mar. 15, 1998
Bonded by HAI
800-422-1555

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

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

PURSUANT TO THE PROVISIONS OF SECTION 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: Supreme Homes Inspection Services, Inc.
2. The name and address of the registered agent is:

Rodolfo Villanueva
6619 South Dixie Highway, #154
Miami, Florida 33143

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.


Rodolfo Villanueva

10-1-97

Date