

P98000047797

Greenberg

Requestor's Name

Address

Michelle 425-8526

City/State/Zip

Phone #

FILED

98 MAY 28 PM 1:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

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

1. Alpha Planning Corporation  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

call

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input 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  
TALLAHASSEE, FLORIDA

P. Hall  
MAY 28 1998  
6

Examiner's Initials

GREENBERG  
ATTORNEYS AT LAW  
TRAURIG

May 27, 1998

Via Federal Express

Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: Filing of Articles of Incorporation - Alpha Planning Corporation**

To the Florida Department of State:

Enclosed please find one manually executed and one photo copy of the articles of incorporation for the above referenced entities. Also, enclosed please find a check in the amount of \$122.50 to cover the cost of filing fees, registered agent and certified copy. Please file immediately with the State and return a certified copy to the Greenberg Traurig box located in your office, attention Michelle Beal.

Thank you for your assistance with this matter. Please contact me if you have any questions at (407) 418-2430.

Very truly yours,



Michele Turton  
Paralegal

Encls.

cc: Joe JeBailey, Esq.

ORLANDO/TURTONM/43251/xd011.DOC/5/27/98

GREENBERG TRAURIG HOFFMAN LIPOFF ROSEN & QUENTEL, P.A.  
P.O. BOX 4923 ORLANDO, FLORIDA 32802-4923  
407-420-1000 FAX 407-420-5909

111 NORTH ORANGE AVENUE 20TH FLOOR ORLANDO, FLORIDA 32801  
MIAMI NEW YORK WASHINGTON, D.C. PHILADELPHIA SAO PAULO  
FORT LAUDERDALE WEST PALM BEACH ORLANDO TALLAHASSEE

**ARTICLES OF INCORPORATION  
OF  
Alpha Planning Corporation**

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

**ARTICLE I**

The name of the corporation shall be **Alpha Planning Corporation**.

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 1000 shares having a par value of \$.01 per share. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

**ARTICLE V**

The corporation elects to have preemptive rights. Accordingly, each holder of common shares shall have the preemptive right to subscribe for and purchase their proportionate share of additional common stock upon its issuance and sale for cash or otherwise by the corporation.

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## **ARTICLE VI**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## **ARTICLE VII**

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

## **ARTICLE VIII**

The Bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

## **ARTICLE IX**

The number of directors of the corporation shall be fixed by the Bylaws of the corporation.

## **ARTICLE X**

The initial registered agent of the corporation is Hisae Ohashi. The street address of the corporation's initial registered office is: 8241 Crosswicks Drive, Orlando, Florida 32819.

## ARTICLE XI

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

8241 Crosswicks Drive  
Orlando, FL 32819

## ARTICLE XII

The name of the incorporator to these Article of Incorporation is JOSEPH J. JeBAILEY. The address of the incorporator to these Article of Incorporation is: 111 North Orange Avenue, Suite 2050, Orlando, Florida 32801.


The undersigned incorporator has executed these Articles of Incorporation this 27<sup>th</sup> day of May, 1998.

  
JOSEPH J. JeBAILEY, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 21<sup>st</sup> day of May, 1998, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOSEPH J. JeBAILEY, to me well known and known to me to be the individual described in and who executed the foregoing instrument as Incorporator of Alpha Planning Corporation, and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

  
Notary Public, State of  
Florida at Large  
Print Name: Michele JANE TURTON  
My commission Expires:

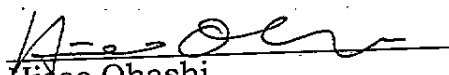


MICHELE JANE TURTON  
My Commission CC441164  
Expires Feb. 22, 1999  
Bonded by HAI  
800-422-1656

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for Alpha Planning Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations as registered agent for said Corporation.

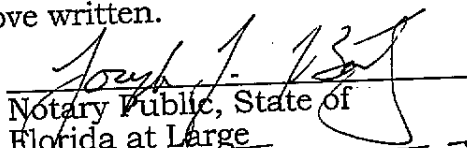
Dated this 27<sup>th</sup> day of May, 1998.

  
Hisae Ohashi  
Registered Agent

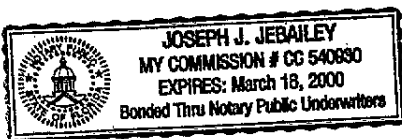
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 27<sup>th</sup> day of May, 1998, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Hisae Ohashi, to me well known and known to me to be the individual described in and who executed the foregoing instrument as Registered Agent of **Alpha Planning Corporation**, and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.

  
Notary Public, State of  
Florida at Large

Print Name: Joseph J. JeBailey  
My commission Expires:



3-18-2000

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA