

7/10/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: ACE INDUSTRIES, INC.
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NAME: KILLIAN REAL ESTATE, INC.
AUDIT NUMBER.....H98000012846
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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**ARTICLES OF INCORPORATION
OF
KILLIAN REAL ESTATE, INC.**

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLES
Name of Corporation and Location**

The name of this corporation shall be Killian Real Estate, Inc., location of the corporation shall be 3008 Lake Ellen Drive, Tampa, Florida 33618.

**ARTICLE II
Purpose and General Nature**

The purpose of this corporation shall be to engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

**ARTICLE III
Term of Existence**

This Corporation shall have perpetual existence.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue 500 shares of \$ 1.00 per share par value common stock.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of this corporation at any regular or special meeting.

**ARTICLE V
Initial Capital**

The minimum amount of capital with which this corporation shall begin business is \$ 500.00

Prepared by:
acei Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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ARTICLE VI Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII Initial Registered Office and Agent

The Street address of the initial registered office of this corporation is 3008 Lake Ellen Drive, Tampa, Florida 33618, and the name of the initial registered agent of this corporation at that address is Daniel S. Killian

Acknowledgment

Having been named to accept services of process for the above corporation at the place designated herein, I hereby accept to act in this capacity.



ARTICLE VIII Management

This corporation shall not have a "Board of Directors". The business of this corporation shall be managed by its stockholders. Each stockholder shall be entitled to one vote in person or by proxy, for each of voting stock held by him a majority of the outstanding voting shares of the corporation, represented in person or by proxy, shall represent a quorum at any meeting of the stockholders.

ARTICLE IV Initial Stockholders

The name and street address of the stockholders who shall hold office until the successor is elected to have qualified, is as follows:

President	Daniel S. Killian	3008 Lake Ellen Drive Tampa, Florida 33618
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**ARTICLE X
Subscribers**

The name and street address of each subscriber to the Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor, are as follows:

Daniel S. Killian	3008 Lake Ellen Drive	500	\$500.00
	Tampa, Florida 33618		

**ARTICLE XI
By laws**

The stockholders and this corporation may provide such by laws for the conduct of the business of this corporation and the carrying out of its purpose as they may deem necessary from time to time.

The by-laws of this corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE XIII
Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto. Every amendment shall be proposed by the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholder sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 9 day of July, 1998.



**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

Before me on this day personally appeared Daniel S. Killian, who being by me first duly sworn, did acknowledge before me that he executed the foregoing

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Articles of Incorporation this 9 day of July, 1998, as his free act and deed and in his capacity therein mentioned.



NOTARY PUBLIC, State of Florida
My commission expires:

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