

P98000062305



ACCOUNT NO. : 072100000032

REFERENCE : 890336 11439A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 131.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 AM 10:43

ORDER DATE : July 14, 1998

ORDER TIME : 11:06 AM

ORDER NO. : 890336-005

CUSTOMER NO: 11439A

400002588654--6

CUSTOMER: Mitchell Sherman, Esq
MITCHELL A. SHERMAN, P.A.

Suite 1200
301 Yamato Road
Boca Raton, FL 33431

DOMESTIC FILING

NAME: HARBOUR DEVELOPMENT GROUP, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

2544
W98-15950

RECEIVED
98 JUL 14 PM 12:08
DIVISION OF CORPORATIONS

g 7/15/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 AM 10:43

July 14, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: HARBOUR DEVELOPMENT GROUP, INC.
Ref. Number: W98000015950

RESUBMIT
Please give original
give original
date.

We have received your document for HARBOUR DEVELOPMENT GROUP, INC. and the authorization to debit your account in the amount of \$131.25. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 398A00037457

File First

RECEIVED
98 JUL 15 AM 9:53
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 AM 10:43

ARTICLES OF INCORPORATION

OF

HARBOUR OFFICE DEVELOPMENT GROUP, INC.

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

ARTICLE I - NAME

The name of this corporation is:

HARBOUR OFFICE DEVELOPMENT GROUP, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of .001 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This Corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, 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 prices at which it is offered to others.

ARTICLE VII - INITIAL PRINCIPAL OFFICE AND AGENT

The street address and mailing address of the initial principal place of business of this corporation is **Jack Lupo, 190 West Glades Road, Suite A, Boca Raton, Florida 33432**. The initial street address of the Corporation's registered office is **c/o 190 West Glades Road, Suite A, Boca Raton, Florida 33432**. The initial registered agent for the Corporation at that address is **Jack Lupo**.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least three director's initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director's of this corporation are:

Jack Lupo	190 West Glades Road, Suite A, Boca Raton, Florida 33432
James Johns	399 W. Palmetto Park Road, Suite 102, Boca Raton, Florida 33432
Lawrence Korpeck	9980 Central Park Blvd., Suite 124, Boca Raton, Florida 33428

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Jack Lupo	190 West Glades Road, Suite A, Boca Raton, Florida 33432
------------------	---

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest

extent permitted by law either now existing or hereafter enacted.

ARTICLE XI - CONFLICT

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 this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. 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 this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XII - LIABILITY

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation
on the 13th day of July, 1998.

By: 
Jack Lupo, Incorporator


STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **Jack Lupo** known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.


NOTARY PUBLIC, State of Florida at
Large

My Commission Expires:

 Mitchell A Sherman
My Commission CC658909
Expires June 26, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 AM 10:43

In compliance with Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with
said Act:

First— That ~~HARBOUR OFFICE DEVELOPMENT GROUP, INC.~~ ^{INC.} desiring to organize under the laws of the
State of FLORIDA with its initial registered office, as indicted in the Articles of Incorporation, at City of Boca
Raton, County, of Palm Beach, State of Florida, has named Jack Lupo, located at 190 West Glades Road,
Suite A, Boca Raton, Florida 33432, as its agent to accept service of process with the state.



Jack Lupo, Incorporator

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to
keeping open said office.

BY: 

Jack Lupo, Registered Agent