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TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 20 AM 11:01

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

SUBJECT: JARO HOMES REALTY, INCORPORATED  
(Proposed corporate name - must include suffix)

800002621118--7  
-08/20/98--01070--006  
\*\*\*131.25 \*\*\*131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Janice P. Kapit  
Name (Printed or typed)

20515 East Country Club Drive #1746  
Address

Aventura Fla. 33180  
City, State & Zip

305 933-2932 Pager 305-544-8436  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN AUG 21 1998

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**ARTICLES OF INCORPORATION**  
**JARO HOMES REALTY, INCORPORATED**

The undersigned, incorporator(s) to these Articles of Incorporation, natural persons competent to contract, hereby present these Articles for the formation of **JARO HOMES REALTY, INCORPORATED** under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this corporation is:

**JARO HOMES REALTY, INCORPORATED**

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

**ARTICLE II**  
**ADDRESS**

The initial post office address of the principle office of this Corporation in the State of Florida is 28 West Flagler Street, Suite 800, Miami, Florida 33130. The Board of Directors may, from time to time, move the principle office to any other address in Florida.

**ARTICLE III**  
**CAPITAL STOCK**

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, having a par value of \$.001 per share. None of the shares of this Corporation may be issued to anyone unless approved by the shareholders.

**ARTICLE IV**  
**INITIAL DIRECTORS AND REGISTERED AGENT**

The name(s) and address of the member(s) of this first Board of Directors are:

**NAME**

**ADDRESS**

Janice P. Kapit

20515 E. Country Club  
Drive #1746  
Aventura, Florida 33180

The name(s) and street address of the initial Registered Agent is:

**NAME**

**ADDRESS**

Janice P. Kapit

20515 E. Country Club  
Drive #1746  
Aventura, Florida 33180

**ARTICLE V  
INCORPORATORS**

The name and post office address of the incorporator(s) to these Articles of Incorporation are:

**NAME**

**ADDRESS**

Janice P. Kapit

20515 E. Country Club  
Drive #1746  
Aventura, Florida 33180

**ARTICLE VI  
DIRECTORS**

This Corporation shall have one (1) Director(s) initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one (1). If required by the ethics of the profession, Directors shall be required to possess the same professional qualifications as Shareholders are required to possess.

**ARTICLE VII  
INITIAL CAPITAL**

The amount of capital with which this Corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

**ARTICLE VIII  
TERM OF EXISTENCE**

This Corporation is to exist perpetually, effective as of THE DATE OF RECEIPT, unless sooner dissolved according to law.

**ARTICLE IX  
VOTING TRUSTS**

No Shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

**ARTICLE X  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of Directors of this Corporation, each Shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) (s)he would be entitled to cast for the election of Directors with respect to her shares of stock multiplied by the number of Directors to be elected, and (s)he may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as (s)he may see fit.

**ARTICLE XI  
CONTRACTS**

No contract or other transaction between this Corporation and any other corporation shall be affected by the fact that any Director of this Corporation is interested in, or is a director or officer of such other corporation, or may be interested in, any contract or transaction of this corporation or in which this Corporation is interested; and no contract, or other transaction of this Corporation with any person, firm, or corporation shall be affected by the fact that any Director of this Corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

This Corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such Shareholder as should desire to sell, transfer, or otherwise dispose of her shares, in accordance with the Bylaws adopted by the Shareholders of this Corporation setting forth the terms and conditions of such purchases; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any Shareholder who dies, in accordance with the Bylaws adopted by the Shareholders of this Corporation setting forth the terms and conditions of such purchases; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. a pension plan;
2. a profit sharing plan, if such plan is not otherwise prohibited by the Code of Ethics of the profession;
3. a stock bonus plan;
4. a thrift and savings plan;
5. a restricted stock option plan; or
6. other retirement or incentive compensation plans.

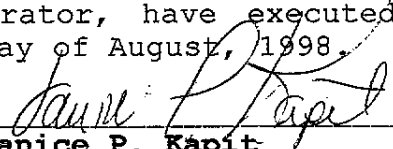
#### **ARTICLE XII AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All right of Shareholders are subject to this reservation.

**ARTICLE XIII  
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 price which it is offered to others.

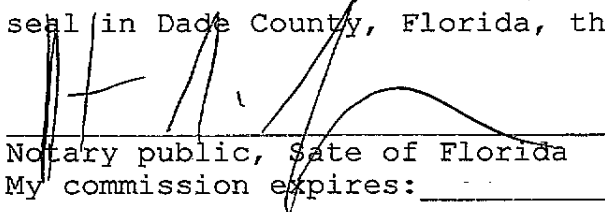
**IN WITNESS WHEREOF**, I, the incorporator, have executed these Articles of Incorporation this 14 day of August, 1998.

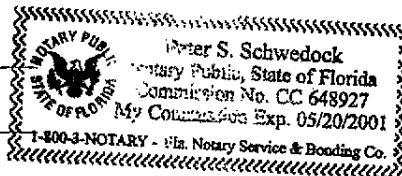
  
\_\_\_\_\_  
**Janice P. Kapit**

STATE OF FLORIDA  
COUNTY OF DADE

**BEFORE ME**, the undersigned authorities, personally appeared **JANICE P. KAPIT**, to me well known and known to me to be the individual(s) described in, and who executed the foregoing Articles of Incorporation, and (s)he acknowledged before me that (s)he executed the same for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto affixed my hand and official seal in Dade County, Florida, this 14 day of August, 1998.

  
\_\_\_\_\_  
Notary public, State of Florida  
My commission expires: \_\_\_\_\_



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I/WE HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
\_\_\_\_\_  
**JANICE P. KAPIT**  
Registered Agent

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