

P98000078766

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

FILED  
98 SEP 11 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Walk in

☐ Pick up time

ASAP

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

300002637453--5  
-09/11/98--01071--019  
\*\*\*\*122.50 \*\*\*\*122.50

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

RECEIVED  
98 SEP 11 PM 1:22  
DIVISION OF CORPORATION

T. SMITH SEP 11 1998

Examiner's Initials

## ARTICLES OF INCORPORATION OF BELVEDERE HOLDINGS, INC.

The undersigned, acting as sole incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

- FIRST:** The name of the corporation is Belvedere Holdings, Inc.
- SECOND:** The period of its duration is perpetual.
- THIRD:** The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
- FOURTH:** The corporation shall have authority to issue TEN THOUSAND (10,000) SHARES, all of one Class, One Dollar (\$1.00) par value.
- FIFTH:** The street address of the principal office, if known, or the mailing address of the corporation is 860 S.E. Federal Highway, Hobe Sound, Florida 33455.
- SIXTH:** The street address of its initial registered office is 310 West First Street, Stuart, Florida 34994 and the name of its initial registered agent at said address is Robert A. Burson.
- SEVENTH:** The number of Directors constituting its initial Board of Directors is one (1) whose name and address is as follows:
- Siu Sun Pang  
3911 40th Avenue  
Camrose, Alberta Canada T4V2Z1
- EIGHTH:** The name and address of the incorporator is as follows:
- Robert A. Burson  
310 West First Street  
Stuart, Florida 34994
- NINTH:** Preemptive Rights
- A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited cash, other property, services, the acquisition of other corporations, shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.
  - B. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.
  - C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the share-holders

FILED  
98 SEP 11 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

of the corporation.

- D. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Stuart, Florida, on the date set forth below.



Robert A. Burson  
September 10, 1998

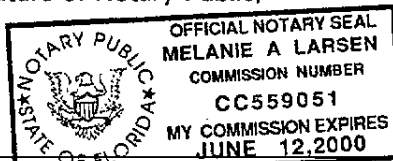
STATE OF FLORIDA  
COUNTY OF MARTIN

Subscribed and acknowledged before me on September 10, 1998 by Robert A. Burson.



(Signature of Notary Public)

(Notary Seal)

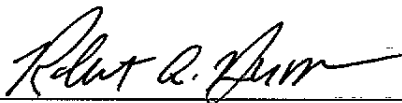


(Print, type, or stamp commissioned name of Notary Public)  
Personally known   X   or produced identification             
Type of identification produced

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


In compliance with Sections 48.091 and 607.0501 Florida Statutes, the following is submitted:

That Belvedere Holdings, Inc. desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 860 S.E. Federal Highway, Hobe Sound, Florida 33455 has named Robert A. Burson as its agent to accept service of process within Florida.



Robert A. Burson  
Title: Incorporator  
September 10, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I acknowledge that I am familiar with, and accept, the provisions of that position.



Robert A. Burson  
September 10, 1998

F:\E\CORP\BELVEDERE\HOLDINGS\ARTS.01

FILED  
98 SEP 11 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA