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April 15, 1999

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

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-04/21/99--01047--014
*****78.75 *****78.75

RE: Incorporation of:
Imagine Custom Concepts Construction Services, Inc.

Gentlemen:

Enclosed please find the following:

- (1) Original and one copy of Articles of Incorporation for Imagine Custom Concepts Construction Services, Inc.; and
- (2) Check in the amount of \$78.75 for the filing fee and a certified copy.

Upon filing the enclosed Articles of Incorporation, please furnish a certified copy to me.

Thank you for your assistance and cooperation in this matter.

Yours very truly,

Robert D. Sumner

Robert D. Sumner

RDS/ejc

Enclosures

Copy: Mr. Steven A. Brown

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 21 PM 1:00

FILED

4/23/99
MM

THIS INSTRUMENT WAS PREPARED BY
ROBERT D. SUMNER, ESQUIRE
ROBERT D. SUMNER, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
IMAGINE CUSTOM CONCEPTS CONSTRUCTION SERVICES, INC.

ARTICLE I - Name

The name of this corporation is IMAGINE CUSTOM CONCEPTS CONSTRUCTION SERVICES, INC. The principal office of the corporation is located at 37947 Pasco Avenue, Dade City, Florida 33525, and the mailing address of the corporation is Post Office Box 2542, Dade City, Florida 33526-2542.

ARTICLE II - Duration

This corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE III - Purpose

This corporation is organized for the following purposes:

(a) To engage in the general speculative home building business, including the erection of homes, flats, and apartments; to operate a contracting business; to purchase, own, hold, and sell real property, improved and unimproved, or any interest therein or

easement thereon; to purchase lands and subdivide same into subdivisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, and chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property developer; to invest in and hold for investment any real property, shares of stock, bonds, government, private, or corporate; and to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

(b) To carry on and conduct a general construction business including designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work on commercial or industrial structures, using any building materials and techniques now employed or to be developed; to make, execute, and receive contracts or assignments or delegations of contracts therefor or relating thereto or connected therewith; to manufacture or otherwise acquire and to furnish all building and other tools and equipment connected therewith or required therefor; to manufacture, produce, adapt, and prepare, and deal in or with any materials, articles, or things incidental to, or required for, or useful in connection with, any of such activities; and generally to carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

(c) To engage in any other business or economic pursuit not prohibited by the laws of the State of Florida.

(d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE IV - Capital Stock

This corporation is authorized to issue **one thousand (1,000)** shares of **Ten and No/100 Dollar (\$10.00)** par value common stock. The whole or any part of the capital stock of this corporation shall be payable in cash, or property, labor or services at a just valuation to be fixed by the Board of Directors. Property or labor may also be purchased with the capital stock at such valuation as may be fixed by the Directors.

ARTICLE V - 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 at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent

The name and street address of the initial registered agent of this corporation are STEVEN A. BROWN, 37947 Pasco Avenue, Dade City, Florida 33525.

ARTICLE VII - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director and officers of this corporation are:

<u>Name and Address</u>	<u>Office</u>
STEVEN A. BROWN 37947 Pasco Avenue Post Office Box 2542 Dade City, FL 33526-2542	President, Secretary Director

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are:

STEVEN A. BROWN
37947 Pasco Avenue
Post Office Box 2542
Dade City, FL 33526-2542

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - Subscribers

Shares of capital stock of this corporation shall be issued initially as follows:

<u>Name and Address</u>	<u>Number of Shares</u>
STEVEN A. BROWN 37947 Pasco Avenue Post Office Box 2542 Dade City, FL 33526-2542	565

ARTICLE XI - Restrictions on Transfer of Stock

Shares in the corporation may be transferred to the corporation, to other stockholders in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors.

Every shareholder who desires to sell his stock shall be required to offer, in writing, to sell to the Board of Directors the number of shares of stock held by him at and for the book value of the stock as determined, without deduction from the book value for depreciation on the depreciable assets of the Corporation, and any such shareholder, his personal representatives, legatees, or assigns shall immediately, on the payment or tender to him in cash of such price per share, transfer and assign the shares of stock held to the Board of Directors. In the event the Board of

Directors shall fail to purchase the stock as hereinabove provided, then such shareholder, his personal representatives, legatees, or assigns may hold the shares of stock or sell or transfer them to any person or persons, the shares to be held absolutely, free from the conditions and restrictions contained or referred to in this provision.

No sale whatever of any shares of the capital stock shall pass any title thereto or be transferred on the books of this Corporation, unless and until all the preceding conditions and requirements have been complied with, and no holder of any certificate of shares shall be entitled to any dividends thereon, or to participate in any of the profits of this Corporation, until the shares are regularly transferred to him on the books of this Corporation.

ARTICLE XII - Cumulative Voting

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

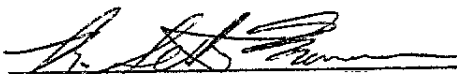
ARTICLE XIV - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders subject to this reservation.

ARTICLE XV - Additional Provision

No contract or other transaction of the corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are parties to or interested in such contract, act or transaction, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 14th day of April, 1999.



Diana L. Martin

 (SEAL)
STEVEN A. BROWN

STATE OF FLORIDA
COUNTY OF PASCO

On this 14th day of April, 1999, STEVEN A. BROWN, who:

[] is personally known to me; or
[☒] has produced Florida Driver's License
as identification;

personally appeared before me and acknowledged before me that he executed the foregoing Articles of Incorporation.



Diana L. Martin
(Signature of Notary Public)
DIANA L. MARTIN
(Printed or Typed Name of Notary)
Notary Public - State of Florida
Commission No. _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.

Steven A. Brown
STEVEN A. BROWN
Registered Agent

(Date)

4-14-99.

FILED
99 APR 21 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA