

# STEWART & STORTER

JAMES C. STEWART, JR.\*  
\*ALSO ADMITTED IN GEORGIA

ATTORNEYS AT LAW

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SUSAN J. STORTER \*\*  
\*\*PRACTICE LIMITED TO ADOPTION

SUITE 101  
2121 COUNTY ROAD 951  
GOLDEN GATE, FL 34116-6543

April 22, 1999  
**999000039536**

DIVISION OF CORPORATIONS

Florida Department of State

Post Office Box 6327

Tallahassee, Florida 32314

900002851779--6

-04/26/99-01101-006

\*\*\*\*122.50 \*\*\*\*\*78.75

RE: VENTURE K ENTERPRISES, P.A.,  
A FLORIDA PROFESSIONAL SERVICE CORPORATION

Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is this firm's trust account check in the amount of \$122.50 to cover the cost of filing and the cost of **ONE (1)** certified copy of the filed articles.

Please also note that corporate existence of the corporation commences April 22, 1999.

Please file the foregoing articles and send the certified copies of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,

  
James C. Stewart, Jr.

cc: Mr. Karl David Ruch

**ENCLOSURES AS INDICATED**

FILED  
99 APR 26 AM 7:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSE

MAY 3 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**VENTURE K ENTERPRISES, P.A.**  
**A FLORIDA PROFESSIONAL SERVICE CORPORATION**

FILED  
99 APR 26 AM 7:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, for the purpose of forming a professional corporation in accordance with the FLORIDA PROFESSIONAL SERVICE CORPORATION AND LIMITED LIABILITY COMPANY ACT to practice the profession of or perform the service of Real Estate Salesperson in the State of Florida, hereby adopts the following articles of incorporation for the corporation:

**FIRST:** The name of the corporation (the "Corporation") is:

**VENTURE K ENTERPRISES, P.A.,**  
**A FLORIDA PROFESSIONAL SERVICE CORPORATION**

**SECOND:** The principal office or mailing address of the Corporation is:

5376 Oakmont Court  
North Port, Florida 34287

**THIRD:** The aggregate number of shares that the Corporation is authorized to issue is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, the par value of each such share shall be **ONE AND NO/100S DOLLARS (\$1.00)**. Par value shall have no effect on the Corporation's capital structure.

**FOURTH:** SHARES OF THE CORPORATION SHALL BE ISSUED OR TRANSFERRED ONLY TO PERSONS DULY LICENSED OR AUTHORIZED BY LAW TO PRACTICE THE PROFESSION OR PERFORM THE SERVICE OF REAL ESTATE SALESPERSON IN THE STATE OF FLORIDA. IF ANY OFFICER, SHAREHOLDER, AGENT, OR EMPLOYEE OF THE CORPORATION BECOMES LEGALLY DISQUALIFIED TO RENDER THE PROFESSIONAL SERVICES FOR WHICH THE CORPORATION IS ORGANIZED, OR ACCEPTS EMPLOYMENT THAT PLACES RESTRICTIONS OR LIMITATIONS ON HIS OR HER CONTINUED RENDERING OF PROFESSIONAL SERVICES, HE OR SHE SHALL IMMEDIATELY SEVER ALL EMPLOYMENT WITH THE CORPORATION AND TRANSFER ALL OF HIS OR HER SHARES OF THE CORPORATION TO AN ELIGIBLE SHAREHOLDER, AND SHALL NOT THEREAFTER PARTICIPATE OR SHARE, DIRECTLY OR INDIRECTLY, IN ANY EARNINGS OR PROFITS REALIZED BY THE CORPORATION ON ACCOUNT OF PROFESSIONAL SERVICES.

**FIFTH:** The street address of the initial registered office of the Corporation is:

**STEWART & STORTER, ATTORNEYS AT LAW**

Suite 101  
2121 County Road 951  
Golden Gate, Florida 34116-6543,

and the name of the Corporation's initial registered agent at such address is:

**JAMES C. STEWART, JR.**

**SIXTH:** THE PURPOSE OF THE CORPORATION IS TO PRACTICE THE PROFESSION OR PERFORM THE SERVICE OF REAL ESTATE SALESPERSON IN THE STATE OF FLORIDA. THE SOLE AND EXCLUSIVE PROFESSIONAL SERVICE TO BE RENDERED BY THE CORPORATION IS REAL ESTATE SALESPERSON IN THE STATE OF FLORIDA.

**SEVENTH:** The number of directors constituting the initial Board of Directors of the Corporation is **ONE (1)**, and the name and address of the person who is to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

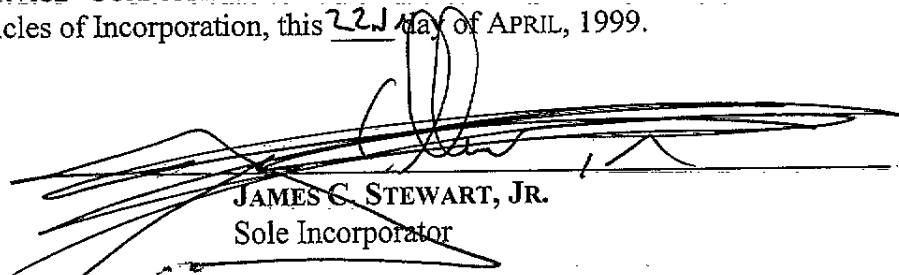
**KARL DAVID RUCH**  
5376 Oakmont Court  
North Port, Florida 34287

**EIGHTH:** The name and address of the sole incorporator is:

**JAMES C. STEWART, JR., ESQUIRE**  
**STEWART & STORTER, ATTORNEYS AT LAW**  
Suite 101  
2121 County Road 951  
Golden Gate, Florida 34116-6543

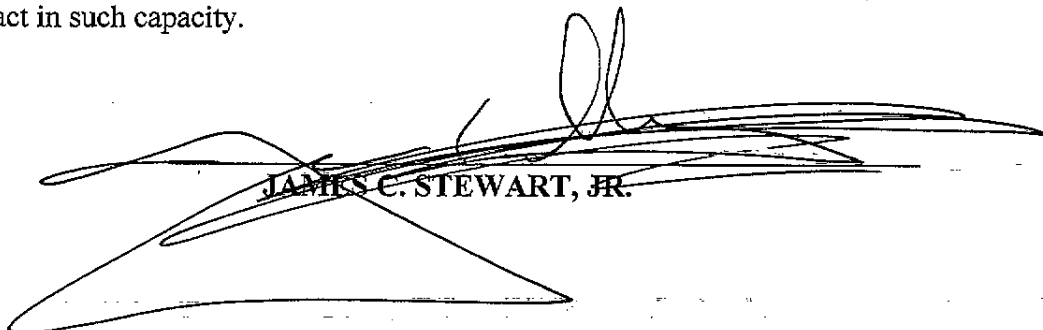
**NINTH:** The corporate existence of the Corporation shall commence on **APRIL 22, 1999.**

**IN WITNESS WHEREOF,** the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the FLORIDA PROFESSIONAL SERVICE CORPORATION AND LIMITED LIABILITY COMPANY ACT, has executed these Articles of Incorporation, this 22 day of APRIL, 1999.



**JAMES C. STEWART, JR.**  
Sole Incorporator

I, JAMES C. STEWART, JR., having been designated to act as registered agent,  
hereby agree to act in such capacity.

  
JAMES C. STEWART, JR.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA