CAPITAL CONNECTION, INC. POR 175957

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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MÉCHLIARY OF STATE TALLAHASSEE, FLORIDA

Art of Inc. File\_

Ducoin Properties Inc.

500002969405--1 -08/25/99--01034--008 \*\*\*\*\*\*78.75 \*\*\*\*\*\*78.75

|                                  | LTD Partnership File           |
|----------------------------------|--------------------------------|
|                                  | Foreign Corp. File             |
|                                  | L.C. File                      |
|                                  | Fictitious Name File           |
|                                  | Trade/Service Mark             |
|                                  | Merger File                    |
|                                  | Art. of Amend. File            |
|                                  | RA Resignation                 |
|                                  | Dissolution / Withdrawal       |
|                                  | Annual Report / Reinstatement  |
|                                  | Cert. Copy                     |
|                                  | Photo Copy                     |
|                                  | Certificate of Good Standing   |
|                                  | Certificate of Status          |
|                                  | Certificate of Fictitious Name |
|                                  | Corp Record Search             |
|                                  | Officer Search                 |
|                                  | Fictitious Search              |
| Signature                        | Fictitious Owner Search        |
|                                  | Vehicle Search SCH 25          |
|                                  | Driving Record                 |
| Requested by: 111/2 8/25 10:00   | UCC 1 or 3 File                |
|                                  | UCC 11 Search                  |
| Name Date Time                   | UCC 11 Retrieval               |
| Walk-In Will Pick Up / F/2 / 55/ | Courier                        |

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### ARTICLES OF INCORPORATION

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LLUMETARY OF STATE TALLAHASSEE, FLORIDA

FOR.

### **DuCOIN PROPERTIES, INC.**

The undersigned hereby form a corporation pursuant to Chapter 607 of the Florida Statutes.

## ARTICLE ONE NAME

The name of this corporation shall be DuCOIN PROPERTIES, INC.

# ARTICLE TWO <u>DURATION</u>

This corporation shall have perpetual existence.

# ARTICLE THREE PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

# ARTICLE FOUR CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

#### ARTICLE FIVE

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 2187 N.W. Pine Lake Drive, Stuart, Florida 34994. The name of the initial registered agent of this corporation at that address is: Francis J. DuCoin.

# ARTICLE SIX DIRECTORS

This corporation shall have two (2) directors constituting its initial board of directors. The number of directors may be either increased or diminished from time to time by the by-laws of the corporation, but shall never be less than one (1). The names and addresses of the initial members of the board of directors is:

FRANCIS J. DuCOIN 2187 N.W. Pine Lake Drive Stuart, Florida 34994

and

MARY JANE DuCOIN 2187 N.W. Pine Lake Drive Stuart, Florida 34994

## #

## ARTICLE SEVEN INCORPORATOR

The name and address of the individual signing these Articles of Incorporation as incorporator is:

- FRANCIS J. DuCOIN 2187 N.W. Pine Lake Drive
- Stuart, Florida 34994

## ARTICLE EIGHT PRINCIPAL OFFICE

The principal office and mailing address of the corporation is: 2187 N.W. Pine Lake Drive, Stuart, Florida 34994.

## ARTICLE NINE INDEMNIFICATION

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

# ARTICLE TEN 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 to which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE ELEVEN AMENDMENTS TO ARTICLES AND BY-LAWS

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the bylaws of this corporation shall be reserved to the shareholders.

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

FRANCIS J. DUCOIN

## STATE OF FLORIDA COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 23 day of August, 1999, by FRANCIS J. DuCOIN, who is personally known to me or who has produced a Florida driver's license as identification and did take an oath.

(NOTARY SEAL)

Printed Name:

NOTARY PUBLIC

My Commission Expires:

SAM T. STEGER
Notary Public, State of Florida
My Comm. Expires March 12, 2000
No. CC 522193
Bonded Thru Stiticial Matery Securics
1-(80.0) 723-0121

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### ACCEPTANCE OF REGISTERED AGENT

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Having been named to accept service of process for the above corporation, DUCOIN PROPERTIES, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 23th day of August, 1999.