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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**

**CFLP PROPERTY MANAGERS, INC.**

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**ARTICLE VI - SHAREHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented by person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

**ARTICLE VII - CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by the Board of Directors and the shareholders of no less than one tenth of all the shares entitled to vote at the meeting.

**ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

*Eduardo A. Guernica, CPA.*

*8180 N.W. 36<sup>th</sup> Street, #230*

*Miami, Florida 33166*

**ARTICLE IX INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

*Eduardo A. Guernica, CPA.*

*8180 N.W. 36<sup>th</sup> Street, #230*

*Miami, Florida 33166*

**ARTICLE X - INITIAL BOARD OF DIRECTORS**

The corporation shall have 1 director initially. The number of director may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one. The names and addresses of the initial director are as follows:

*Maurice Cayon*  
3822 West 12<sup>th</sup> Avenue  
Hialeah, Florida 33012-4127

**ARTICLE XI - INITIAL OFFICERS**

The initial officers of the corporation shall be as follows:

**President:** *Maurice Cayon*

**ARTICLE XII - DURATION**

The existence of this corporation shall be perpetual.

**ARTICLE XIII - BY-LAWS**

The by-laws of this corporation may be adopted, altered, amended or repealed by a majority of the shareholders.

**ARTICLE XIV - INDEMNIFICATION**

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

**ARTICLE XV - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

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**ARTICLE XVI EFFECTIVE DATE**

The effective date of this corporation will be:

*November 5, 2003*

SIGNATURE OF INCORPORATOR:



Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Registered Agent

*11/5/03*  
Date