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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**CARLO A. ORTIZ, P.A.**

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**ARTICLES OF INCORPORATION**  
**of**  
**Carlo A. Ortiz, P. A.**

The undersigned natural person, who is licensed or otherwise legally authorized to practice the profession of Real Estate in the State of Florida, hereby forms this association with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I  
NAME

The name of this corporation is Carlo A. Ortiz, P. A.

ARTICLE II  
NATURE OF BUSINESS

The corporation is organized for the purpose of transacting Real Estate sales and services, in Florida.

ARTICLE III  
TERM OF EXISTENCE

The duration of the corporation is perpetual.

ARTICLE IV  
CAPITAL STOCK AND CAPITALIZATION

The total number of shares of capital stock which the corporation shall be authorized to issue is 1000 shares. Such shares shall be of a single class of common stock, and shall have a par value of One dollar (\$1.00) per share.

The amount of capital with which the corporation will begin to practice the profession of Real Estate is not less than One Thousand Dollars, (\$1,000.00).

ARTICLE V  
ADDRESS

The principle address of the corporation is:

1331 Brickel Bay Drive  
Unit 3007  
Miami, FL 33131

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The mailing address of the corporation is:

1331 Brickell Bay Drive  
Unit 3007  
Miami, FL 33131

and the name of the initial registered agent of this corporation at this address is:

CONSULTING SERVICES OF SOUTH FLORIDA, INC.  
2121 Ponce de León Blvd. Suite 1050  
Coral Gables, FL 33134

ARTICLE VI  
MANAGEMENT BY SHAREHOLDERS

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to section 608.72 of the Florida Statutes and there shall be no directors.

ARTICLE VII  
OFFICERS and SHAREHOLDERS

The name and address of the Officer and Shareholder of the corporation is:

Carlo A. Ortiz	President / Secretary
1331 Brickell Bay Drive	100% Shareholder
Unit # 3007	
Miami, FL 33131	

ARTICLE VIII  
DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written Consent of the shareholders; or (2) on the affirmative vote of the holders of at least two thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE IX  
INCORPORATOR

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The name and address of the incorporator of this corporation is:

Antonio Garcia  
2121 Ponce de León Blvd. Suite 1050  
Coral Gables, FL 33134

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Antonio Garcia  
Incorporator  
ACCEPTANCE OF APPOINTMENT  
OF REGISTERED AGENT

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Carlo A. Ortiz, P. A.
2. The name and address of the registered agent and office is:

CONSULTING SERVICES OF SOUTH FLORIDA, INC.  
2121 Ponce de León Blvd. Suite 1050  
Coral Gables, FL 33134

SIGNATURE *Antonio Garcia*  
TITLE Incorporator  
DATE September 8, 2006

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 THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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.

SIGNATURE *Antonio Garcia*