

P99000100286

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000029099 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850)922-4001

From:  
Account Name : RASCO, REYNINGER & PEREZ, P.A.  
Account Number : 104076000124  
Phone : (305)261-0500  
Fax Number : (305)267-1787

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

**RIO PALMA HOMES, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 16 PM 12:32

B. McKing. NOV 16 1999

Audit No.: H99000029099 1

**ARTICLES OF INCORPORATION**

**OF**

**RIO PALMA HOMES, INC.**

The undersigned, acting as incorporator of RIO PALMA HOMES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

RIO PALMA HOMES, INC.

and the principal place of business is:

15165 N.W. 77<sup>th</sup> Avenue, Suite 1002  
Miami Lakes, Florida 33014

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 16 PM 12:32

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of real estate development and all businesses incidental thereto and may engage in any activity or business permitted under the laws of the United States and the State of Florida.

Audit No.: H99000029099 1  
This instrument prepared by:  
Rasco, Reininger & Percz, P.A.  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126  
Telephone (305) 261-0500

Audit No.: H99000029099 1

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5200 Blue Lagoon Drive, Suite 700, Miami, FL 33126 and the name of the corporation's initial registered agent at that address is Miami Corporate Systems, Inc.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Peter del Rio  
11530 S.W. 97<sup>th</sup> Street  
Miami, Florida 33176

Domingo Pando  
1020 S. Venetian Way  
Miami, Florida 33139

Ramon E. Rasco  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126

Audit No.: H99000029099 1

Jose M. Iturrey  
420 S. Dixie Hwy. #4B  
Coral Gables, Florida 33146

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Ramon E. Rasco  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

Audit No.: H99000029099 1  
This instrument prepared by:  
Rasco, Reininger & Perez, P.A.  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126  
Telephone No. (305) 261-0500

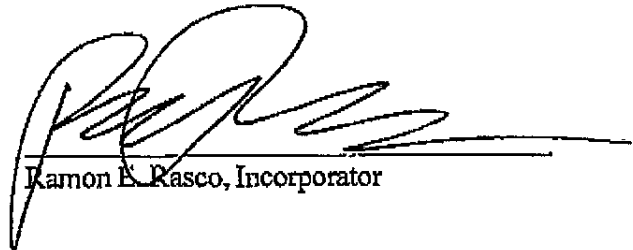
NOV-16-99 TUE 12:01 PM

FAX NO.

P. 05/06

Audit No.: H99000029099 1

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this ~~17th~~ day of November, 1999.

  
Ramon E. Rasco, Incorporator

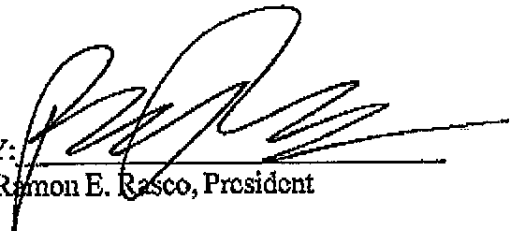
Audit No.: H99000029099 1  
This instrument prepared by:  
Rasco, Reininger & Perez, P.A.  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126  
Telephone No. (305) 261-0500

Audit No. H99000029099 1

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I having been named as registered agent for RIO PALMA HOMES, INC. in the foregoing Articles of Incorporation, we, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

MIAMI CORPORATE SYSTEMS, INC.

BY:   
Ramon E. Rasco, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 16 PM 12:32

Audit No. H99000029099 1  
This instrument prepared by:  
Rasco, Reininger & Perez, P.A.  
5200 Blue Lagoon Drive, Suite 700  
Miami, Florida 33126  
1040-40/99957.doc  
Telephone No. (305) 261-0500