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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

MIAMI RIVER APTS., INC.

Certificate of Status	0
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Page Count	04
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 21, 2000

EMPIRE

SUBJECT: MIAMI RIVER APTS., INC.
REF: W00000018253

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS MIAMI RIVER APARTMENTS, L.L.C.

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Neysa Culligan
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ARTICLES OF INCORPORATION

OF

MIAMI RIVERVIEW APTS., INC.

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These Articles are in compliance with Chapter 607, F.S.

Article I

The name of this corporation shall be:

MIAMI RIVERVIEW APTS., INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 6965 GRANADA BLVD., CORAL GABLES, FL 33146

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue are 100 shares of common stock having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and street address of the initial Registered Agent of this corporation shall be: JOSEPH J. PORTUONDO
1200 BRICKELL AVE. #1480
MIAMI, FL 33131

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY,
1492 WEST FLAGLER STREET, #200, MIAMI, FL 33135, (305) 541-3694

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Article VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s):

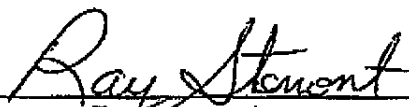
LUIS CRUZ
PRES./DIR

6965 GRANADA BLVD
CORAL GABLES, FL 33146

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 21ST day of JULY, 2000.



Incorporator
Ray Sturmont, President
Signing for
Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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
 MIAMI RIVERVIEW APTS., INC.
 JOSEPH J. PORTUONDO

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