

FROM : JIM SIERRA & ASSOC
Division of Corporations

FAX NO. : 305-271-4422

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Florida Department of State
Division of Corporations
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From:

Account Name : JIM SIERRA & ASSOCIATES
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Fax Number : (305) 271-4422

FILED
05 MAR 24 PM 10:42
TO: JIM SIERRA & ASSOCIATES
FAX: (305) 271-4422

FLORIDA NON-PROFIT CORPORATION
FLORIDA SOCIETY OF DEVELOPERS & BUILDERS, INC.

Certificate of Status	0
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3/24/2005 10:23 PAGE 001/001

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 24, 2005

JIM SIERRA & ASSOCIATES

SUBJECT: FLORIDA SOCIETY OF DEVELOPERS & BUILDERS, INC.
REF: W05000015091

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.

Please accept our apology for failing to mention this in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

FAX Aud. #: H05000066487
Letter Number: 005A00020269

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ARTICLES OF INCORPORATION*- of -***FLORIDA SOCIETY OF DEVELOPERS & BUILDERS, INC.**

The undersigned, for the purpose of forming a Not-For-Profit Corporation under the Florida Business Corporation Act, hereby adopts these Articles of Incorporation.

ARTICLE I - NAME OF THE CORPORATION

The name of the corporation is: Florida Society of Developers & Builders, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of establishing and maintaining a robust trade group and common voice for all participants in the building and construction industry statewide, with an emphasis in the areas of luxury high-rise, luxury projects, commercial and mixed use properties, and the Corporation may engage in any and all activity which business corporations are permitted to engage in under the laws of the United States and of the State of Florida.

This Corporation is organized for the purpose of enhancing the image of the Florida building industry, internationally and throughout the state of Florida. This Corporation will provide leadership and guidance to the industry's youngest members, to attract the fastest growing companies, as well as, the mature established institutions. This Corporation will outline and promote the important trends, examine and influence regulations, ordinances and policies affecting the members, and to provide education and resources that assures professionalism, high standards and effective communication between the members. This Corporation participates in helping the community, mentoring programs, growing with Florida and beyond, one citizen at a time.

ARTICLE IV - CAPITAL STOCK

The Corporation shall neither have nor issue shares of stock, and there shall be no shareholders or members as defined in the Act. No dividends shall be declared, and no part of the income, profit or net earnings of the Corporation shall at any time be paid to any Officer, Director, or Trustee of the Corporation, except upon dissolution or liquidation, as permitted by law. Notwithstanding the foregoing, the Corporation is and shall be authorized to pay its employees or independent contractors reasonable compensation for services actually rendered by such employees or independent contractors, regardless of whether such employees or independent contractors are also Officers, Directors, or Trustees of the Corporation.

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TALLAHASSEE, FLORIDA

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Registered Agent and the Registered Office of this Corporation in the State of Florida shall be:

Veronica Mendieta
1056 E 24th Street
Hialeah, Florida 33013

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BUSINESS ADDRESS

The initial principal business address of the Corporation shall be:

1056 E 24th Street
Hialeah, Florida 33013

ARTICLE VII - BOARD OF DIRECTORS

The business of the Corporation shall be managed by a Board of Directors, which shall also be known as the Board of Trustees. The initial number of Directors/Trustees shall be four (4), which number may be changed from time to time by changes to the By-Laws of the Corporation. In no instance shall there be less than one (1) Director/Trustee for the Corporation. The name and address of the initial Directors/Trustees are as follows:

Veronica Mendieta
Director/Trustee
1056 E 24th Street
Hialeah, Florida 33013

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Veronica Mendieta
1056 E 24th Street
Hialeah, Florida 33013

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ARTICLE IX – BY LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in and is hereby reserved to the Board of Trustees. By-Laws shall be adopted, altered, amended or repealed as provided herein.

ARTICLE X – POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XI – ELECTIONS

Nomination and Number of Directors:

The nomination of the Directors will be decided at an annual members meeting, and selected by a nomination committee. The numbers of Directors will be a minimum of three (3) and a maximum of twelve (12).

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FROM : JIM SIERRA & ASSOC

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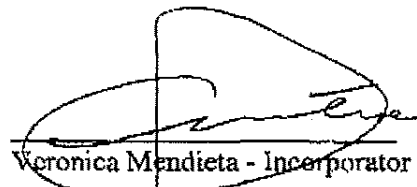
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ARTICLE XI - AMENDMENT

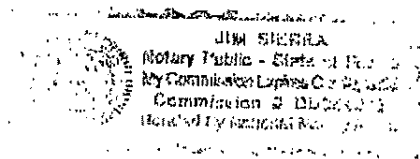
These Articles of Incorporation and the Corporation's By-Laws may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors/Trustees.

14 IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this day of March, 2005.


Veronica Mendieta - Incorporator

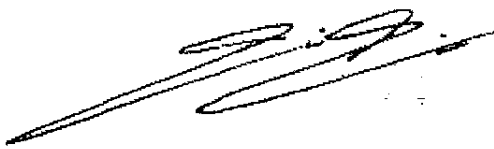
STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared VERONICA MENDIETA, who first being duly sworn, says that he is the Incorporator signing these Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on 14 day of March 2005.



NOTARY PUBLIC, State of Florida

My commission expires:



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DESIGNATION OF RESIDENT AGENT

[illegible]

ACCEPTANCE

~~VERONICA MENDIETA~~
Resident Agent

FILED
5 MAR 24 AM 10:42
TALLAHASSEE, FLORIDA

WITNESS my hand and official seal this 14 day of March, 2005.

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Rotary Public - 547-1st St.
 My Comm. expires 12-31-74
 Contributions - 2100
 Balance - 100.00

[Handwritten signature]