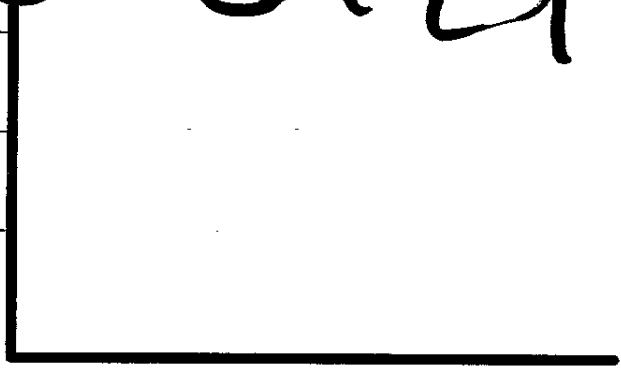


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Requester's Name
Ms. Sylvia Gonzalez
701 E 21st St
Hialeah, FL 33013-4021
City/State/Zip Phone #



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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- Walk in, Mail out, Pick up time, Will wait, Photocopy, Certified Copy, Certificate of Status

NEW FILINGS

- Profit, Not for Profit, Limited Liability, Domestication, Other

AMENDMENTS

- Amendment, Resignation of R.A., Officer/Director, Change of Registered Agent, Dissolution/Withdrawal, Merger

OTHER FILINGS

- Annual Report, Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign, Limited Partnership, Reinstatement, Trademark, Other

FILED
00 JAN 13 AM 7:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Handwritten initials and number: CB 724.00

Examiner's Initials

ARTICLES OF INCORPORATION
OF
SYLVIA'S GARDEN APARTMENTS CORP.

FILED
00 JAN 13 AM 7:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED do hereby associate ourselves for the purpose of forming a corporation under the laws of the State of Florida, and to hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

SYLVIA'S GARDEN APARTMENTS CORP.

ARTICLE II - PURPOSE

A. To carry on and engage in the business of building, developing, constructing, managing, renting, leasing, maintaining and selling of apartments and apartment units including any and all acts necessary and related thereto.

B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit:

(100) shares of common stock, having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

701 East 21st Street, Hialeah, Florida 33013.

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be SYLVIA GONZALEZ, and the Registered Office shall be located at: 701 East 21st Street, Hialeah, Florida 33013, or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with the applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows: [

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
SYLVIA GONZALEZ	President/Treasurer	701 East 21st St. Hialeah, Florida
JOEL GONZALEZ	Vice President/Secty.	701 East 21st St. Hialeah, Florida

ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of One (1), but not more than five (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
SYLVIA GONZALEZ	701 East 21st Street Hialeah, Florida
JOEL GONZALEZ	701 East 21st Street Hialeah, Florida

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT SHARES</u>
SYLVIA GONZALEZ	701 East 21st Street Hialeah, Florida	50	\$ 500.00
JOEL GONZALEZ	701 East 21st Street Hialeah, Florida	50	\$ 500.00

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

ARTICLE XIV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set our hand and seal at Miami, Dade County, Florida, this 5 day of January, 2000

Sylvia Gonzalez (SEAL)
SYLVIA GONZALEZ

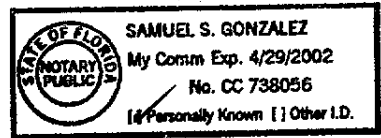
Joel Gonzalez (SEAL)
JOEL GONZALEZ

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5 day of January, 2000, by SYLVIA GONZALEZ, who is personally known to me or has produced _____ as identification and who did (~~did not~~) take an oath; and by JOEL GONZALEZ, who is personally known to me or who has produced _____ as identification and who did (~~did not~~) take an oath.

Samuel S. Gonzalez
Notary Public, State of Florida at Large

My Commission Expires:



**CERTIFICATE ACCEPTING DESIGNATION
AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of SYLVIA'S GARDEN APARTMENTS CORP., and agree

to serve as its Registered Agent, to accept service of process
within the State as its Registered Office located at:
701 East 21st Street, Hialeah, Florida 33013.


SYLVIA GONZALEZ, Registered
Agent

FILED
00 JAN 13 AM 7:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA