Craig Z. Sherar, Esq. Professional Association

Craig Z. Sherar Member of Florida and Georgia Bars

> Patricia M. Arias Member of Florida Bar

Cynthia I. Chiefa of Counsel

Telephone: (305) 858-3221 Fax: (305) 856-5537

Coconut Grove Bank Building 2701 South Bayshore Drive Suite 605 Coconut Grove, Florida 33133

February 29, 2000

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

CONTINENTAL ESTATES CORPORATION

To Whom It May Concern:

Enclosed for filing are the Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75, payable to the Florida Secretary of State, to cover the required filing and certified copy fees.

Please return a certified copy of the Articles to me in the enclosed self-addressed envelope.

Sincerely,

CZS/emb:24887

Enclosures =





ARTICLES OF INCORPORATION

OF

CONTINENTAL ESTATES CORPORATION

ARTICLE I - NAME

The name of this Corporation is CONTINENTAL ESTATES CORPORATION. The mailing address is: 6501 S.W. 61st Street, South Miami, Florida 33143.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence. The Corporation shall commence existence on March 6, 2000.

ARTICLE III = PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 2701 South Bayshore Drive, Suite 605, Coconut Grove, Florida 33133, and the initial registered agent of this Corporation at such office shall be Craig Z. Sherar, Esq. who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) member(s). The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than 15. The name and address of the director constituting the initial Board of Directors is:

Name

Address

Jessica Sherar, President

=6501 S.W. 61st Street South Miami, FL 33143

Craig Z. Sherar, Vice President, _6501 S.W. 61st Street Secretary, and Treasurer

=South Miami, FL 33143

ARTICLE VII - INCORPORATOR

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

Name

Address

Craig Z. Sherar

2701 So. Bayshore Drive Suite 605 Coconut Grove, FL 33133

CRAIG Z SHERAR INCORPORATOR

STATE OF Abrida }

The foregoing Articles of Incorporation were acknowledged before me this 6th day of March, 2000, by Crang Z Sheray, as Incorporator, who is personally known to me or who has produced as identification and who did/did not take an oath.

Notary Public, **Hera U- borrego**es:
-State of Florida at Large

My Commission Expires:

Elena M Borrego

My Commission CC853346

Expires July 11, 2003

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CONTINENTAL ESTATES CORPORATION at the place_designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

DATED this 6 day of Morth, 2000.

CRAIG Z. SHERAR REGISTERED AGENT

Ce.24884

FILED

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SECRETARY OF STATE
SECRETARY OF STATE