

P00000034299

CARLTON FIELDS

ATTORNEYS AT LAW

4000 INTERNATIONAL PLACE
100 S. E. SECOND STREET
MIAMI, FLORIDA 33131

MAILING ADDRESS:
P.O. BOX 019101, MIAMI, FL 33131-9101
TEL (305) 530-0050 FAX (305) 530-0055

March 15, 2000

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

VIA U.S. MAIL

300003173863--3
-03/17/00--01044--009
****122.50 ****78.75

Re: **Diamond Realty & Investments, Inc.**

Dear Sir/Madam:

Please find enclosed the following:

1. Two signed original Articles of Incorporation.
2. Check payable to the Secretary of State in the amount of \$122.50 representing \$35.00 for filing fee, \$35.00 for the registered agent designation and \$52.50 for a certified copy of Articles of Incorporation.

Please file the Articles of Incorporation and return the certified copy to me.

Thank you for your assistance in this matter.

Sincerely,

Jorge I.G. del Valle

JDV:ag
Enclosures

625
000-7848

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -3 PM 6:42

MIA#2059577.01

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

TAMPA

ORLANDO

PENSACOLA

TALLAHASSEE

WEST PALM BEACH

ST. PETERSBURG

MIAMI

g 4/4/00

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MAILING ADDRESS:
P.O. BOX 019101, MIAMI, FL 33131-9101
TEL (305) 530-0050 FAX (305) 530-0055

March 31, 2000

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

VIA U.S. MAIL

Re: Diamond Realty & Investments, Inc.

Dear Sir/Madam:

Please find enclosed the following:

1. Two signed original Articles of Incorporation.
2. Copy of your letter of March 23, 2000.

Please file the Articles of Incorporation and return the certified copy to me.

Thank you for your assistance in this matter.

Sincerely,

Jorge I G. del Valle

JDV:ag
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -3 PM 6:42



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR -3 PM 6:42

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 23, 2000

CARLTON FIELDS, P.A.
ATTN: JORGE I.G. DEL VALLE
POST OFFICE BOX 019101
MIAMI, FL 33131-9101

SUBJECT: DIAMOND REALTY & INVESTMENTS INC.
Ref. Number: W00000007848

We have received your document for DIAMOND REALTY & INVESTMENTS INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00016238

3/31/00

ARTICLES OF INCORPORATION

00 APR -3 PM 6:42

OF

DIAMOND REALTY & INVESTMENTS, INC.

The undersigned Incorporators, for the purpose of organizing and establishing a corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation and do hereby agree and certify as follows:

ARTICLE I**NAME**

The name of the Corporation is **DIAMOND REALTY & INVESTMENTS, INC.**, and its principal mailing address is 1041 Ives Dairy Road, Suite 137, Miami, Florida 33179.

ARTICLE II**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III**PURPOSE AND PERMITTED ACTIVITY**

The general purpose of this Corporation shall be the transaction of any and all lawful business or activities and this Corporation shall have all of the powers now and hereafter granted to corporations under Florida law and all other applicable law.

ARTICLE IV**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$0.01 par value share.

ARTICLE V**PREEMPTIVE RIGHTS**

Each shareholder of the Corporation shall have the preemptive right to purchase, subscribe for or otherwise acquire, pro-rata, any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any

warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The initial registered address of the Corporation is 1041 Ives Dairy Road, Suite 137, Miami, Florida 33179. The initial Registered Agent at that address is Steven D. Samuels.

ARTICLE VII

INCORPORATORS

The name and address of the Incorporator is: Steven D. Samuels, 1041 Ives Dairy Road, Suite 137, Miami, Florida 33179.

ARTICLE VIII

INDEMNIFICATION

To the extent permitted by applicable law, every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, the undersigned persons have signed these Articles of Incorporation this 31 day of MARCH, 2000.


STEVEN D. SAMUELS

STATE OF FLORIDA)

SS:

00 APR -3 PH 6:42

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 31 day of March, 2000 by STEVEN D. SAMUELS who is personally known to me or who has produced Drivers License, as identification and who did not take an oath.



MARISSA ROMAN
COMMISSION # CC625676
EXPIRES MAR 02, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC

M. Roman
Notary Public, State of Florida

Print Name: M. Roman

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as Registered Agent for
DIAMOND REALTY & INVESTMENTS, INC.

By: STEVEN D. SAMUELS
STEVEN D. SAMUELS