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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MR. REAL ESTATE.COM, INC.

CORRECTION  
5-2-00

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 2, 2000

EMPIRE

SUBJECT: MR. REAL ESTATE.COM, INC.  
REF: W00000011426

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 registered agent and street address must be consistent wherever it appears in your document.

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Becky McKnight  
Document Specialist

FAX Aud. #: H00000023803  
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**ARTICLES OF INCORPORATION  
FOR  
MR. REAL ESTATE.COM, INC.**

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The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

**ARTICLE I.**

The name of the corporation is: **MR. REAL ESTATE.COM, INC.**

**ARTICLE II.**

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be the date of execution.

**ARTICLE III.**

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any and all activities for which a corporation may be organized under the laws of the State of Florida. Additionally, the corporation shall have all the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

**ARTICLE IV.**

The corporation shall have the authority to issue not more than Sixty Million (60,000,000) shares of a common class with a par value of \$0.001 per share which shall be designated "Common Shares".

**ARTICLE V.**

The shareholders are hereby granted preemptive rights. Each shareholder, upon the sale for

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cash of any new stock of the same kind, class or series as that which he or she already holds, shall

have the right to purchase his or her pro rata share thereof at the price at which it is offered to others, which price may be in excess of par.

**ARTICLE VI**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE VII**

The corporations initial principal office, street address, and mailing office, all of which are the same, is:

MR. REAL ESTATE.COM, INC.  
1250 E. HALLANDALE BEACH BLVD., SUITE 603  
HALLANDALE, FLORIDA 33009

The name and address of the corporation's initial registered agent is:

ANDREW S. YAGODA, ESQ.  
1001 W. CYPRESS CREEK RD., SUITE 320  
FORT LAUDERDALE, FLORIDA 33309

**ARTICLE VIII**

The number of directors constituting the initial Board of Directors shall be one (1). The name and street address of the initial officers and directors are:

President / Vice President /  
Secretary / Treasurer  
Director

JORDAN COOPER  
511 N.E. 94th Street  
Miami Shores, Florida 33138

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ARTICLE VIII.

The names and street addresses of the incorporators are:

JORDAN COOPER  
511 N.E. 94th Street  
Miami Shores, Florida 33138

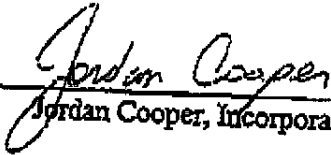
ARTICLE X.

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED in Miami-Dade County, Florida this 30<sup>th</sup> day of April, 2000.

  
\_\_\_\_\_  
Jordan Cooper, Incorporator

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**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT**

Pursuant to the provisions of sections 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida. This statement shall be made a part of the Articles of Incorporation of the corporation.

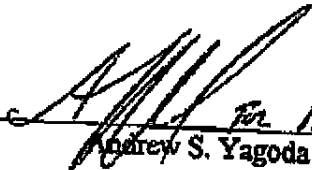
The name of the corporation and its principal office is:

MR. REAL ESTATE.COM, INC.  
1250 E. HALLANDALE BEACH BLVD., SUITE 603  
HALLANDALE, FLORIDA 33009.

The name and address of the corporation's initial registered agent is:

ANDREW S. YAGODA, ESQ.  
ANDREW S. YAGODA, P.A.  
1001 W. CYPRESS CREEK RD., SUITE 320  
FORT LAUDERDALE, FLORIDA 33309.

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

  
\_\_\_\_\_  
Andrew S. Yagoda

4/30/00  
(Date)

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