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ACCOUNT NO. : 072100000032

REFERENCE : 693577 82349A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 10, 2000

ORDER TIME : 4:44 PM

ORDER NO. : 693577-005

CUSTOMER NO: 82349A

CUSTOMER: Ms. Debbie Tocci  
RODGER L. SPINK, INC.  
RODGER L. SPINK, INC.  
Suite 502  
300 Northwest 82nd Avenue  
Plantation, FL 33324

DOMESTIC FILING

NAME: VETERANS OF AMERICA REAL  
ESTATE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
00 MAY 11 AM 8:59

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY 11 AM 11:06

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-05/11/00--01019--007  
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cf 5/11/00

EFFECTIVE DATE

5/9/00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAY 11 AM 11:06

**ARTICLES OF INCORPORATION**

**OF**

**VETERANS OF AMERICA REAL ESTATE, INC.**

I, the undersigned, being of legal age, do hereby form a corporation for profit under the laws of the State of Florida authorizing the formation of corporations.

**ARTICLE I - NAME**

The name of the corporation is VETERANS OF AMERICA REAL ESTATE, INC.

**ARTICLE II - NATURE OF BUSINESS**

The corporation may engage in an activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

Authorized capital stock may be paid in cash, services or property, at a value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**ARTICLE IV - INITIAL CAPITAL**

The amount of the capital with which this corporation shall begin business is FIVE HUNDRED (\$500.00) DOLLARS.

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI - ADDRESS AND REGISTERED ADDRESS**

The initial street address of the principal office of this corporation is 5400 South University Drive, #604, Davie, Fl 33328

**ARTICLE VII - INITIAL DIRECTOR**

There shall be one director initially, and there shall never be less than one director. The name and address of the initial director who shall hold office until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT E. WILLIAMS	5400 S. University Drive Davie, Fl 33328

**ARTICLE VIII - INCORPORATORS**

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

<u>NAME</u>	<u>ADDRESS</u>
ROBERT E. WILLIAMS	5400 S. University Drive Davie, Fl 33328

#### **ARTICLE IX - EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon the date of execution and acknowledgment of these Articles. In the event that these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment are filed with the Department of State.

#### **ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law. Such indemnification shall include costs and reasonable attorney's fees reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action suit or proceedings in which he may be involved or to which he may have been a party by reason of his being or having been a Director or Officer of the corporation. Such indemnification shall not be made in relation to a matter in which he is adjudged to have been derelict in the performance of his duty as such officer or director.

#### **ARTICLE XI - AMENDMENT**

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

**ARTICLE XII - REGISTERED AGENT**

The Registered Agent of this corporation, designated as the corporation's agent to accept service of process within the State of Florida, shall be ROBERT E. WILLIAMS, 5400 S. University Drive, Davie, Fl 33328.

**ARTICLE XIII - CONSENT IN WRITING IN LIEU OF MEETING**

Any action that may be taken at a meeting of the stockholders of this Corporation may be taken without formal meeting, if consent in writing setting forth the action shall be signed by all of the shareholders of the corporation and filed with the Department of State.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation, this 9th day of May, 2000.

  
ROBERT E. WILLIAMS

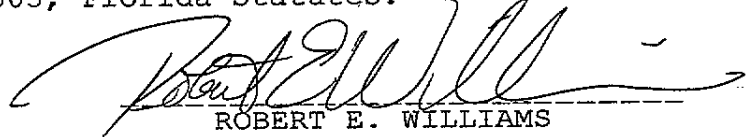
**ACCEPTANCE AND ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been named Registered Agent, I hereby accept the appointment as Registered Agent. I am familiar with and accept the

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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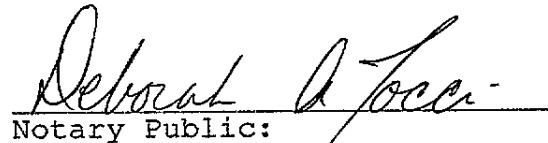
obligations of Section 607.0505, Florida Statutes.

  
ROBERT E. WILLIAMS

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared, ROBERT E. WILLIAMS, to me known to be the person described as Incorporator and Registered Agent and who executed the foregoing Acceptance and Acknowledgment of Registered Agent, and acknowledged before me that he executed these Articles of Incorporation on this 9<sup>th</sup> day of May, 2000.

  
Notary Public:

My Commission Expires:



Deborah A. Tocci  
MY COMMISSION # CC836396 EXPIRES  
June 13, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.