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To:

Division of Corporations

Fax Number

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From:

Account Name : PARCORP SERVICES, LTD.

Account Number: I19990000011 Phone: (877)603-2533 Fax Number: (707)276-4538 VISION OF COM. 2: 57

FLORIDA PROFIT CORPORATION OR P.A.

ALL-REIT, INC.

Certificate of Status	0
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STATE OF FLORIDA ARTICLES OF INCORPORATION OF ALL-REIT, INC.

FIRST:

The corporate name that satisfies the requirements of Section 607.0401 is: ALL-REIT, INC.

SECOND: The street address of the initial principal office of the corporation shall be 4201 62ND AVENUE NORTH, SUITE 19, PINELLAS PARK, FL 33781 and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1000 shares of common stock having NO PAR VALUE

FIFTH: The street address of the initial registered office of the corporation is 4201 62ND AVENUE NORTH, SUITE 19, PINELLAS PARK, FL 33781 the name of its initial registered agent at such address is EDWIN T. REITER

SIXTH: This corporation is to exist PERPETUALLY

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is TWO (2) and the name(s) and address(es) of the person(s) who is/are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

ROBERT M. ALLISON 4201 62ND AVENUE NORTH, SUITE 19, PINELLAS PARK, FL 33781

EDWIN T. REITER 3137 23RD STREET NORTH, PINNELLAS PARK, FL 33781

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation: Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on DECEMBER 23, 2000

Michael Jagoda, Incorporator

Preparer Info:

Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564 Parcorp Services, Ltd. - Phone: 877-603-2533 FAX AUDIT NO. (((H0000000 66925 9)))

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PARCORP

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SECRETARY OF STATE ON OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

ALL-REIT, INC.

Acceptance by the Registered Agent as required in section 607.0501 (3) F.S. **EDWIN T. REITER** is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: DECEMBER 23, 2000

SIGNED BY:

EDWIN T. REITER REGISTERED AGENT

SECRETARY OF STATE OF STATE OF CORPORATIONS OF CORPORATIONS

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