

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

PO1000011526

CONTACT: CINDY HICKS

DATE: 1-31-01

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

REF. #: 0150.14171

CORP. NAME: MURANO GRANDE REALTY, INC.

- |                                                               |                                                 |                                                  |
|---------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                         |                                                 |                                                  |

RECEIVED  
01 JAN 31 PM 1:12  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
01 JAN 31 AM 10:55  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

STATE FEES PREPAID WITH CHECK# 10022 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |                                                    |                                                       |                                             |
|----------------------------------------------------|-------------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |                                                       |                                             |

Examiner's Initials

JAN 31 2001

4

**ARTICLES OF INCORPORATION**

**OF**

**MURANO GRANDE REALTY, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

The name of the corporation is MURANO GRANDE REALTY, INC., (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is c/o Matt Allen, 2828 Coral Way, Penthouse Suite, Coral Gables, Florida 33145.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 2828 Coral Way, City of Coral Gables, County of Miami-Dade, State of Florida 33145 and the name of its initial registered agent at such office is Matt Allen.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Director, who will serve as the Corporation's director until a successor(s) is duly elected and qualified is:

Jorge Perez  
2828 Coral Way  
Penthouse Suite  
Coral Gables, Florida 33145

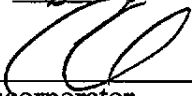
### **ARTICLE VII**

The name of the Incorporator is Gary A. Saul and the address of the Incorporator is 1221 Brickell Avenue, 21<sup>st</sup>. Floor, Miami, Florida 33131.

### **ARTICLE VIII**

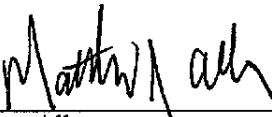
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16 day of January, 2001.

  
\_\_\_\_\_  
Gary A. Saul, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of MURANO GRANDE REALTY, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Matt Allen  
As Agent for the Registered Agent

Dated: January 16, 2001

01 JAN 31 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA