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TRANSMITTAL LETTER – ARTICLES OF INCORPORATION

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 O MIC 30 MIC 24

SUBJECT: CARLOS A. SOTO, P.A.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: OTIVE DATE \$70.00 ⊠ 78.75 378.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED FROM: Bonnie Hendricks Name (Printed or typed) c/o SWART BAUMRUK & COMPANY, LLP 717 East Oak Street Address

NOTE: Please provide the original and one copy of the articles.

City, State & Zip

Daytime Telephone Number

Kissimmee, FL 34744

(407) 847-7466

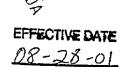
ARTICLES OF INCORPORATION CARLOS A. SOTO, P.A.

ARTICLE I. NAME

The name of this corporation shall be Carlos A. Soto, P.A.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on August 28, 2001.



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ARTICLE III. PURPOSE

This corporation is organized for the purpose of Real Estate sales, and anything pertaining to real estate professionals, as defined in Florida Statute chapter 621.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. ADDRESS

The initial post office address of the principal place of business of this corporation is 717 East Oak Street, Kissimmee, FL 34758. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be changed from time to time by the bylaws. The name and address of the initial director, who will serve until the first annual meeting of shareholders of the corporation or until his successor is duly elected and qualified is:

NAME

ADDRESS

Carlos A. Soto

14213 Colonial Grand Blvd. #2103 Orlando, FL 32837

ARTICLE VII. SUBSCRIBERS

The subscriber to these Articles of Incorporation is:

NAME

ADDRESS

Andy J. Baumruk, CPA

717 E. Oak Street Kissimmee, FL 34744

ARTICLE VIII. OFFICERS

The officers of this corporation shall be President, Vice President, Secretary, and Treasurer. They shall be elected by the Board of Directors.

ARTICLE IX. REGISTERED AGENT

The initial registered agent and registered agent's address for service of process for this corporation is:

NAME

ADDRESS

Andy J. Baumruk, CPA

717 E. Oak Street Kissimmee, FL 34744

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner set forth in the bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of August 2001.

Andy J. Baumruk, CPA

STATE OF FLORIDA COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above personally appeared Andy J. Baumruk, known to me personally and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 28th day of August 2001.

Bonnie J. Hendricks
MY COMMISSION # CC925619 EXPIRES
April 8, 2004
BONDED THRU TROY FAIN INSURANCE INC

Bonnie J. Hendricks

Notary Public, State of Florida

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of Carlos A. Soto, P.A. hereby designates the following individual as registered agent for this corporation:

Andy J. Baumruk, CPA 717 E. Oak Street Kissimmee, FL 34744

Andy J) Baumruk, CPA

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of Carlos A. Soto, P.A.

DATED this 28th day of August 2001.

Andy J. Baumruk, CPA

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SECRENESSEE, FLORIDA