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LAUREN R. FERNANDEZ, ESQUIRE  
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December 4, 2001

Division of Corporation  
Florida Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

900004715309--4  
-12/10/01--01025--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

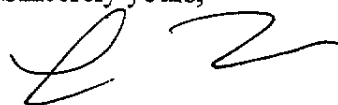
RE: Articles of Incorporation of  
Hybrid Real Estate Services, Inc.

Dear Division of Corporation:

Enclosed please find a check in the amount of \$78.75, along with the Articles of Incorporation of Hybrid Real Estate Services, Inc.

Thank you for your assistance in this matter. If you have any questions, please don't hesitate to contact me at (305) 324-0080.

Sincerely yours,



Lauren R. Fernandez, Esquire

LRF/mh  
Emc

FILED  
01 DEC 10 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight DEC 10 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**HYBRID REAL ESTATE SERVICES, INC.**

The undersigned, for the purpose of forming a corporation for profit under the law of the State of Florida, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be:

**HYBRID REAL ESTATE SERVICES, INC.**

The principal place of business of this corporation shall be 742 Northwest 12 Avenue, Miami, Florida 33136

**ARTICLE II**

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under existing by virtue of the laws of the State of Florida.

**ARTICLE III**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 50,000,000 shares of common stock having a par value of \$.50 per share.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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#### **ARTICLE IV**

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### **ARTICLE V**

The street address of the initial registered agent is 742 Northwest 12 Avenue, Miami, Florida 33136 and the name of the initial registered agent of the corporation at that address is **Lauren R. Fernandez**.

#### **ARTICLE VI**

The corporation shall have at least one director initially. The number of director may be increased or diminished from time to time pursuant to the by-laws of the corporation, but shall not be less than one nor more than seven. The initial directors are:

**Lauren R. Fernandez**  
742 Northwest 12 Avenue  
Miami, Florida 33136

#### **ARTICLE VII**

The initial directors shall hold office until the first annual meeting of the shareholders or until their successor(s) shall be duly elected or appointed and qualified.

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### **ARTICLE VIII**

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment, by means of which all person participating in the meeting can hear each other at the same time, is used.

### **ARTICLE IX**

The director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that issue under consideration may involve such director personally, directly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

### **ARTICLE X**

The name and street address of the incorporator signing these articles is:

**Lauren R. Fernandez**  
742 Northwest 12 Avenue  
Miami, Florida 33136

### **ARTICLE XI**


The directors shall adopt the initial Bylaws of this corporation. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders

specifically provide that such bylaw is not subject to amendment or repeal by the directors.

## ARTICLE XII

The corporation shall indemnify all officers and directors or any former officers or directors, to the fullest extent permitted by law.

EXECUTED at 742 Northwest 12 Avenue, Miami, Florida 33136, this 4th day of December, 2001.


By:   
\_\_\_\_\_  
Lauren R. Fernandez

STATE OF FLORIDA                    )  
COUNTY OF MIAMI-DADE        )

BEFORE ME, the undersigned authority, personally appeared **Lauren R. Fernandez** to me known to be the person who subscribed to the foregoing Articles of Incorporation and acknowledged that he freely and voluntarily executed the said Articles of Incorporation under the authority duly vested by said corporation for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 4th day of December, 2001.

  
\_\_\_\_\_  
Notary Public State of Florida at Large

 Elizabeth Reynoso  
My Commission CC768982  
Expires August 20, 2002

**CERTIFICATE OF DESIGNATING  
RESIDENT AGENT AND RESIDENT OFFICE**

**FILED**  
01 DEC 10 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

**DEGIGATION  
HYBRID REAL ESTATE SERVICES, INC.**

Desiring to organize under the law of the State of Florida, hereby designates Lauren R. Fernandez, Esquire as its registered agent and 742 Northwest 12 Avenue, Miami, Florida 33136 as its registered office.

**ACCEPTANCE**

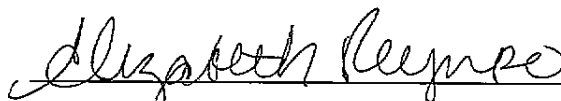
Having been named as Registered Agent for the above named corporation, I hereby agree to act in such capacity for such corporation as its registered office.

By:   
LAUREN R. FERNANDEZ

STATE OF FLORIDA                    )  
COUNTY OF MIAMI-DADE        )

BEFORE ME, the undersigned authority, personally appeared **Lauren R. Fernandez**, to me known to be the Registered Agent of and acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 4th day of December, 2001.

  
Notary Public, State of Florida at Large