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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

FLORIDA PROFIT CORPORATION OR P.A.

Direct Property Management, Inc.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
DIRECT PROPERTY MANAGEMENT, INC.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is **Direct Property Management, Inc.** whose address is 5975 NE 2nd Ave., Miami, FL 33137

ARTICLE II

This corporation may and shall engage in lawful activities in the State of Florida.

ARTICLE III

The capital stock authorized, the par thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u>	<u>Par Value/Share</u>	<u>Class</u>
1000	\$.01	Common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash; at just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Article of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial principal offices of this corporation shall be Direct Property Management, Inc. with the privilege of having its office, or any branches, located elsewhere in the State of Florida or beyond Florida's boundaries.

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ARTICLE VI

The corporation shall have at least one Director, with the exact number to be specified by the stockholders from time to time, unless the stockholders elect by majority vote to determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first Director of the Corporation shall hold office for the first year or until a successor is duly elected and qualified.

Name: Alexander Padilla**Title: President****ARTICLE VIII**

The name and address of the Subscriber is:

Alexander Padilla
5975 NE 2nd Ave.
Miami, FL 33137



Alexander Padilla, President

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that she/he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of this Corporation shall authorize any such contract or transaction with like force and effect.

ARTICLE X

The private property of the stockholders shall NOT be subject to payment of the corporate debtors under any circumstances. The corporation shall have a first lien on the shares of the stockholders' shares and upon the dividends due them for any indebtedness of such stockholders to the corporation. All rights to setoff exist in favor of the Corporation.

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ARTICLE XI

The corporation shall INDEMNIFY and insure its Officers and Directors to the fullest extent permitted under law either now or hereafter.

ARTICLE XII

No transfer or issuance of stock of this corporation shall be to anyone other than an individual duly allowed by the Board of Directors. No alienation of the shares shall be to anyone but another individual eligible to be a shareholder of such corporation. If the shares become garnished or executed upon by anyone, the other shareholders hold the right to purchase the shares for the sum of \$1.00 plus their bid credit created by the security interest.

IN WITNESS WHEREOF, the undersigned as the original Subscriber to the Capital Stock hereinbefore named, for the purpose of forming a corporation under Florida law and transacting business within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring a certifying that the facts herein stated are true, and agree to take the number of shares hereinabove set forth, and hereunto set my Hand and Seal this 24 day of January, 2002.



Alexander Padilla, President

STATE OF FLORIDA

COUNTY OF Miami-Dade

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BEFORE ME, the undersigned authority, personally appeared **Alexander Padilla**, to me known to be a person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL in the State of Florida, County of Miami-Dade this 24 day of January, 2002.



NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:
SEAL:



Christine J. Martinez
My Commission CC602135
Expires January 13, 2003

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA NAMING AGENT WHOM SERVICE MAY BE SERVED**

In compliance with the Florida Statutes, the following is submitted: Designation of Registered Agent and naming same to accept service of process within the State Of Florida for Direct Property Management, Inc.

Name: Alexander Padilla

Address: 5975 NE 2nd Ave.
Miami, FL 33137

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND
COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS AS UNDER Ch. 607,
Fla. Stat.



Alexander Padilla

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