

PO20000041041

NJH

To whom it may concern,

Due to circumstances beyond our control, please allow us today's file date of 4/15/2002 as we were not able to log on to your website all day. Thank you for your assistance.

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number : (850) 205-0381

RESUBMIT

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I20000000195

Phone : (850) 521-1000

Fax Number : (850) 521-1030

Please give original submission date as file date.

FLORIDA PROFIT CORPORATION OR P.A.

CORNELL GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	4
Estimated Charge	\$70.00

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02 APR 15 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2002

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: CORNELL GROUP, INC.
REF: W02000010608

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

FAX Aud. #: H02000085112
Letter Number: 802A00022449

SENT BY: NAVARETTA & NAVARETTA;

561878 3116;

APR-16-02 10:27;

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Articles of Incorporation

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name: The name of this corporation is Cornell Group, Inc.
2. Duration: The period of its duration is perpetual.
3. Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the purchase and sale of real estate for investment purposes.
4. Capital Stock: The corporation is authorized to issue 10,000 shares, all of one class, at \$0.00 par value.
5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows: **Mel Kaufman, 371 NW Cornell Avenue Port St. Lucie, FL 34983.**
6. The Principal Office and Mailing Address of the Corporation is: **371 NW Cornell Avenue, Port St. Lucie, FL 34983.**
7. Initial Board of Directors. The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Name:Address:

Mel Kaufman

371 N.W. Cornell Ave.
Port St. Lucie, FL 34983

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Name:Address:

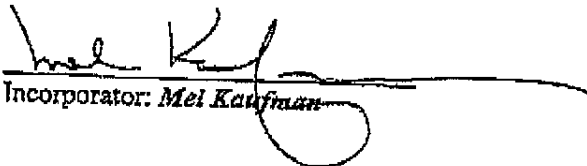
Mel Kaufman

371 N.W. Cornell Ave.
Port St. Lucie, FL 34983

9. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

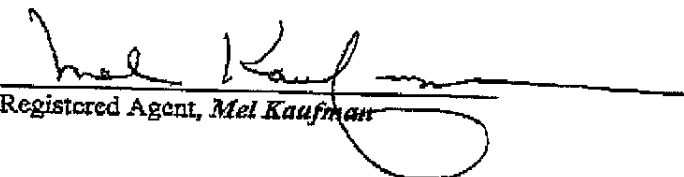
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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of April, 2002.


Incorporator: *Mel Kaufman*

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.


Registered Agent, *Mel Kaufman*

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