PARMITALLETTER 84 FILED 9: 57

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

SECRETAR / OF STATE TALLAHASSEE FLORIDA

Tallahassee, FL 32314 *****87.50 OMEGA INVESTMENT AND CONSULTING SUBJECT: INCORPORATED (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Enclosed are an original and one (1) copy of the articles of incorporation and a check for: □ \$70.00 □ \$78.75 □ \$78.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED FROM: _ ANDREA MC FARLANE - SWEENEY Name (Printed or typed) 3527 INVERRARY BLUD. WEST Address LANDERHILL , FL 33319

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

City, State & Zip

(954) 578-5189

Daytime Telephone number

ARTICLES OF INCORPORATION

FILED 02 JUL -1 AM 9:57

OF

OMEGA INVESTMENT AND CONSULTING INCORPORATED ANA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 621 of the Florida Statues.

ARTICLE 1 - NAME

The name of the Company is Omega Investment and Consulting Incorporated, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF BUSINESS

The purposes for the corporation are the following:

- 1. To provide business and development consulting services.
- 2. To pursue real estate investment opportunities.

ARTICLE 3 - PRINCIPAL OFFICE

The principal place of business is 3527 Inverrary Blvd. West, Lauderhill, FL 33319, and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Andrea McFarlane-Sweeney

3527 Inverrary Blvd. West Lauderhill, Fl 33319

<u>ARTICLE 5 - OFFICERS</u>

The officers of the Corporation shall be:

President:

Omar McFarlane-Sweeney

Secretary:

Omar McFarlane-Sweeney Andrea McFarlane-Sweeney

Chief Executive Officer:

Andrea McFarlane-Sweeney

Treasurer:

whose addresses shall be the same as the principal address of the Corporation.

ARTICLE 6 - DIRECTORS

The Directors of the Corporation shall be:

Omar McFarlane-Sweeney Andrea McFarlane-Sweeney

whose addresses shall be the same as the principal address of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

- 7.1. The maximum number of shares that this Corporation is authorized to have outstanding at any time is **FIVE HUNDRED THOUSAND** (500,000) shares of common stock, each share having the par value of **ONE DOLLAR** (\$1.00).
- 7.2 No holder of shares of stock of any class have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.
- 7.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is Omar McFarlane-Sweeney, located at 3527 Inverrary Blvd. West Lauderhill, Florida 33319. The name and address of the registered agent of this Corporation is Omar McFarlane-Sweeney, located at 3527 Inverrary Blvd. West Lauderhill, Florida 33319.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Director(s) equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be

necessary to take any action for the making, alteration, amendment of head of the Rulaws.

Alternation for the making, alteration, amendment of head of the Rulaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the June 25, 2002 __. laws of the State of Florida, this

> Undrea Materlane-Sweeners Andrea McFarlane-Sweeney, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Omar McFarlane-Sweeney, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Omar McFarlane-Sweeney

Omar McFarlane-Sweeney, President