

**CARTER
THOMAS**
LAW OFFICES, LLP

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-07/18/02--01053--005
*****78.75 *****78.75

July 17, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: CIT Properties, Inc.
NEW FILINGS

Ladies/Gentlemen:

Enclosed for filing are the original Articles of Incorporation of CIT Properties, Inc. Also enclosed is a firm check in the amount of \$78.75 to cover the filing fee, registered agent fee, and certified copy. Please return the certified copy to us in the enclosed envelope.

Should you have any questions, please call me collect.

Thank you.

Sincerely,



Donald J. Thomas, Esq.
Enclosures

2002 JUL 18 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

F:\Carter & Thomas\Client Files\CIT Properties Inc\florida department state with articles of incorporation.wpd

2545
W02-20890
625

8/19/02



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2002 JUL 18 PM 1:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 708503 139816A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

ORDER DATE : August 16, 2002

ORDER TIME : 9:45 AM

ORDER NO. : 708503-005

CUSTOMER NO: 139816A

CUSTOMER: Ms. Connie Lambert
Carter & Thomas, LLP

Suite 312
1200 North Federal Highway
Boca Raton, FL 33432

DOMESTIC FILING

NAME: CIT DEVELOPMENT GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

RESUBMIT

Please give original
submission date as file date.

-16-'02 09:15 FROM-

T-841 P02/06 U-254



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2002 JUL 18 PM 1:23

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 1, 2002

DONALD J. THOMAS, ESQUIRE
1200 NORTH FEDERAL HIGHWAY
SUITE 312
BOCA RATON, FL 33432

SUBJECT: CIT DEVELOPMENT GROUP, INC.
Ref. Number: W02000020890

We have received your document for CIT DEVELOPMENT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 802A00046391

RECEIVED
02 AUG 19 AM 10:23
DIVISION OF CORPORATION



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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2002 JUL 18 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 19, 2002

DONALD J. THOMAS, ESQUIRE
1200 NORTH FEDERAL HIGHWAY
SUITE 312
BOCA RATON, FL 33432

SUBJECT: CIT PROPERTIES, INC.
Ref. Number: W02000020890

We have received your document for CIT PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 302A00044339

EFFECTIVE DATE

8/15/02

ARTICLES OF INCORPORATION

of

CIT DEVELOPMENT GROUP, INC.

FILED

2002 JUL 18 PM 1:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I.

The name of the corporation is **CIT DEVELOPMENT GROUP, INC.**

ARTICLE II.

The Corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III.

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

The Corporation is authorized to issue 1,000 shares of stock at One Cent (\$.01) par value. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the Corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all Stockholders ten (10) days prior to such issuance.

ARTICLE V.

The principal address of the Corporation shall be: **3298 N.W. 169th Terrace
Miami, FL 33056**

ARTICLE VI.

All corporate powers shall be executed by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors.

The Corporation shall have one (1) Director initially. The number of Directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The name and street address of the initial director who shall hold office until her successor shall be chosen at the first meeting of the Stockholders who have qualified shall be:

**Argerine Williams
3298 N.W. 169th Terrace
Miami, FL 33056**

ARTICLE VII.

The Corporation may indemnify any present or former Officer or Director or person exercising powers and duties of a Director to the full extent now or hereafter permitted by law.

ARTICLE VIII.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any Bylaw adopted by the Shareholders if the Shareholders provide that the Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX.

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

ARTICLE X.

The name and address of the Incorporator to these Articles of Incorporation is:

**Argerine Williams
3298 N.W. 169th Terrace
Miami, FL 33056**

ARTICLE XI.

The name and address of the initial Registered Agent of the Corporation is:

James L. Bearden, Esq.
1200 North Federal Highway
Suite 312
Boca Raton, FL 33432


IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation on this 15 day of ~~July~~^{August}, 2002.

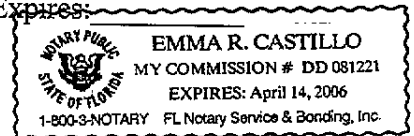

ARGERINE WILLIAMS, Incorporator

STATE OF FLORIDA :
COUNTY OF Dade : ss.

BEFORE ME, the undersigned authority, personally appeared **ARGERINE WILLIAMS**, who is personally known to me _____ or who has produced DLF 0245200547946 as identification and who first, being duly sworn on oath, acknowledged before me that he executed the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS MY HAND AND OFFICIAL in the County and State last aforesaid on 15 day of ~~July~~^{August}, 2002.

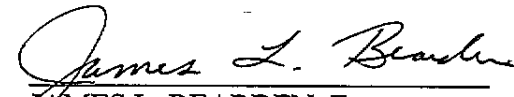

Notary Public, State of Florida
Printed Name of Notary: Emma R. Castillo
Commission No.: _____
My Commission Expires: _____



CERTIFICATE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for
CIT DEVELOPMENT GROUP, INC.

DATED: ^{August}~~July~~ 15th, 2002


JAMES L. BEARDEN, Esq.
Registered Agent

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CLERK OF STATE
TALLAHASSEE FLORIDA