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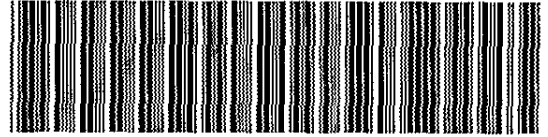
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TIMOTHY P. KELLY, P.A.

ATTORNEY AT LAW
1016 LASALLE STREET
JACKSONVILLE, FLORIDA 32207

TELEPHONE
904-399-3705

FACSIMILE
904-399-3706

October 21, 2002

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

Re: Coello Real Estate Group, Inc.

Dear Sir or Madam:

Enclosed is an **original and one (1) copy** of the articles of incorporation and a check for \$70.00 filing fee.

Sincerely,



Timothy P. Kelly

TPK:dfg
Encls: Original and 1 copy

ARTICLES OF INCORPORATION
OF
COELLO REAL ESTATE GROUP, INC.

ARTICLE I-NAME

The name of this Corporation is **COELLO REAL ESTATE GROUP, INC.**

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 10400 N. W.
33 Street, Suite 270, Miami, Florida 33172.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful
business.

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares, all of which
shall be of the par value of One Dollar (\$1.00) per share.

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ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1016 LaSalle Street, Jacksonville, FL 32207, and the name of its initial registered agent at such address is Timothy P. Kelly, P.A.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the name and address of the person who is to serve as the initial Directors are:

David Coello
505 N. Sam Houston Parkway East, Suite 401
Houston, TX 77060

Tony Coello
505 N. Sam Houston Parkway East, Suite 401
Houston, TX 77060

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Timothy P. Kelly, 1016 LaSalle Street, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of October, 2002.



Timothy P. Kelly

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 21st day of October, 2002, by Timothy P. Kelly. He is personally known to me.

Donna F. Gaither

Notary Public

My Commission Expires:

Commission Number:




Donna F. Gaither
MY COMMISSION # DD018681 EXPIRES
July 7, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes (1993), the following is submitted:

First, that **COELLO REAL ESTATE GROUP, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named Timothy P. Kelly, P.A. located at 1016 LaSalle Street, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.



Timothy P. Kelly, Incorporator
Date: October 21, 2002

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Timothy P. Kelly, P.A., hereby agrees to act in this capacity, and to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Timothy P. Kelly, P. A.

By: 

Timothy P. Kelly

Date: October 21, 2002

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TALLAHASSEE