

PD20000117285

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000220464 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

INVESTCO REALTY CORP.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED

02 NOV - 1 AM 8:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE ONE

NAME

The name and address of this Corporation is:

INVESTCO REALTY CORP.
780 N.W. 42nd Avenue, Suite 422
Miami, FL 33126

ARTICLE TWO

PURPOSE OF CORPORATION

This corporation is organized for the purpose of transacting any or all lawful business, including securities, permitted under the laws of the United State of America and the laws of the State of Florida.

ARTICLE THREE

DURATION OF CORPORATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporation existence shall begin is upon filing with the Secretary of State of Florida.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

A. *Designation.* The stock of this corporation shall be known as Common Stock.

B. *Authorized.* The maximum number of shares of Common Stock that this corporation may issue is: 100 shares.

C. *Par Value.* Each share of Common Stock shall have the par value of \$100.00.

Prepared by: Diaz & Associates, Inc.
780 N.W. 42nd Avenue, Suite 422
Miami, Florida 33126

FILED
02 NOV - 1 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE FIVE
INITIAL PRINCIPAL REGISTERED OFFICE AND AGENT

The street address of the Initial Principal Registered Office of this corporation is: 780 N.W. 42nd Avenue, Suite 422, Miami, FL 33126 and the name of the Initial Registered Agent of this corporation is: Lazaro R. Diaz.

ARTICLE SIX
LOCATION OF REGISTERED OFFICE

The Board of Directors may from time to time move the registered office to any other address in Florida whenever the Directors may deem necessary or expedient.

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

A Board of Directors, who need not be stockholders of the corporation, shall manage the business of the corporation. This corporation shall have at least one director, but no more than seven, shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

The name(s) and address(es) of the initial director(s) of this corporation is/are:

Lazaro R. Diaz
19934 N.W. 60 Court
Hialeah, Florida 33015

Armando Berriz
9994 S.W. 31st Terrace
Miami, FL 33165

ARTICLE EIGHT
BY-LAWS

This corporation shall have full power to carry on and transact each or all business enumerated in Article Two of this Articles of Incorporation, shall have all the general and additional powers now conferred upon it by the law.

ARTICLE NINE
AMENDMENTS

Amendments to the Articles of Incorporation, Merger, Consolidation or Dissolution shall be approved and submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

ARTICLES OF INCORPORATION**ARTICLE TEN
SHAREHOLDERS PREEMPTIVE RIGHTS**


Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares of property through merger or the extinguishments of debts. Preemptive rights shall (NOT) apply to the reissuance of treasury shares.

This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote all the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

These preemptive rights shall apply to any corporate obligation, which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

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


Incorporator and Subscriber

STATE OF FLORIDA)
SS:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State of Florida, County of Dade, personally appeared, Lazaro R. Diaz, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and County of Dade, this 21st day of October, 2002.

My commission expires:




NOTARY PUBLIC, STATE OF FLORIDA

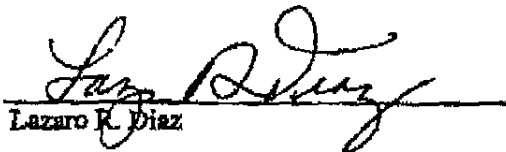
CERTIFICATE

**DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First - That INVESTCO REALTY CORP., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami, County of Dade, State of Florida has named Lazaro R. Diaz, at the following address; 780 N.W. 42nd Avenue, Suite 422, Miami, FL 33126, in the County of Dade, State of Florida, as its' agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent) Having been named to accept service of process for the above state corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Lazaro R. Diaz

FILED
02 NOV - 1 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA