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TRANSMITTAL LETTER

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

SUBJECT: Alliance Network Realty, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$87.50 ___ (Filing Fee, Certificate of Status & Certified Copy - ADDITIONAL COPY REQUIRED)

FROM:

Mehrdad Nasehi NAME

1940 Pine Needle Trail Kissimmee, Florida 34746
ADDRESS

407-343-1352 DAYTIME PHONE

ARTICLES OF INCORPORATION

FILED

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SECRETARY UP STATE
TALL AHASSEE, FLORIDA

OF

Alliance Network Realty, Inc.

I, the undersigned, being the sole incorporator, do hereby submit these Articles of Incorporation for the purpose of becoming a professional corporation for profit under the provisions of Chapter 607, Florida Statutes, as amended by Chapter 621, "The Professional Service Corporation Act" of the State of Florida, and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be Alliance Network Realty, Inc.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be and is to engage in every aspect of the general practice of real estate sales. The professional services of real estate sales shall be rendered only through its officers, agents and employees who are duly authorized and licensed to practice real estate sales in the state of Florida.

This corporation shall not engage in any business other than the practice of real estate sales. However, this corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III

The maximum number of shares stock which the corporation is authorized to have outstanding at any time shall be 7,500 shares with a par value of One Dollar (\$1.00) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and non assessable. The stockholders shall have no pre-preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock. Shares of the corporation's stock and certificates therefore shall be issued only to persons authorized and licensed to practice real estate sales in the State of Florida.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be and is the sum of \$500.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located in the City of Kissimmee, County of Osceola, State of Florida, and the street address of said principal office of the corporation shall be 1940 Pine Needle Trail, Kissimmee, Florida, 34746.

ARTICLE VII

The number of directors of this corporation shall be one (1) initially. However, the number of directors may be increased from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII

The name and street address of the members of the first Board of Directors who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until his successor is elected and has qualified, is as follows:

NAME STREET ADDRESS
Mehrdad Nasehi 1940 Pine Needle Trail

Kissimmee, FL 34746

Lee Nasehi 1940 Pine Needle Trail

Kissimmee, FL 34746

ARTICLE IX

The name and street address of the subscriber to these Articles of Incorporation is as follows, said subscriber being a Licensed Real Estate Broker to practice real estate sales in the State of Florida:

NAME Mehrdad Nasehi STREET ADDRESS 1940 Pine Needle Trail Kissimmee, FL 34746

The subscriber certifies that the proceeds of the stock subscribed for will not be less than the amount of capital with which the corporation will begin business, as set forth in Article IV hereinabove.

ARTICLE X

The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice real estate sales in the State of Florida, and who are employees, officers or agents of this corporation or in the name of the corporation.

ARTICLE XI

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

- 1. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and my exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved by the stockholders.
- 2. The corporation shall have such officers as may from time to time by provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.
- 3. No contract or other transaction between the corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation and any director or

directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation is hereby relieved from any liability which may otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE XIII

The registered agent of the corporation shall be Mehrdad Nasehi, Licensed Real Estate Broker.

ARTICLE XIV

These Articles of Incorporation shall be effective on May 2, 2003.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and does hereby make, subscribe, acknowledge and file in the office of the Secretary of state of Florida these Articles of Incorporation and certifies that the facts herein stated are true, all this May of May, 2003.

Mehrdad Nasehi, Incorporator

STATE OF FLORIDA COUNTY OF OSCEOLA

> My Comm. Expires May 27, 2006 Commission # DD 121005

The foregoing instrument was acknowledged before me on this had day of May, 2003, by Mehrdad Nasehi, who is personally known to me or who has produced here as identification and who did did not take an oath.

FILED 03 MAY 12 AM 10: 10

ALLIANCE NETWORK REALTY, INC.

SEUNETARY OF STAIL TALLAHASSEE, FLORIDA ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Alliance Network Realty, Inc., qualified to do business under the laws of the State of Florida, with its principal office located at 1940 Pine Needle Trail, Kissimmee, 34746, County of Osceola, State of Florida, has appointed Mehrdad Nasehi, at 1940 Pine Needle Trail, Kissimmee, 34746, County of Osceola, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated: May _____, 2003.

Mehrdad Nasehi, Registered Agent