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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FILED
03 MAY 27 AM 9:19
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

EMILIO F. SOLERNOU, JR., P.A.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

1. SMITH MAY 28 2003

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ARTICLES OF INCORPORATION
OF
EMILIO F. SOLERNOU, JR., P.A.

The undersigned natural person, who is a licensed real estate salesperson in the State of Florida, hereby forms a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I-NAME

The name of this corporation is: EMILIO F. SOLERNOU, JR., P.A.

ARTICLE II-DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III-PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the business of real estate sales as an agent and/or broker and to carry on services incident thereto. Real estate sales and brokerage is the sole and exclusive professional service to be rendered by the corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
- c. The professional services of this corporation shall be carried out only through officers, employees and agents of the corporation who have been duly licensed in the State of Florida.

ARTICLE IV-CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V-PRINCIPAL OFFICE

The street address of the business office of this corporation is:

528 Sevilla Avenue
Coral Gables, Florida 33134

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Articles of Incorporation (State of Florida)
Emilio F. Solernou, Jr., P.A.
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The name of the initial registered agent of this corporation is: Jorge A. Lopez,
Esquire and the initial registered agent's office address is:

901 Ponce De Leon Boulevard, Suite 304
Coral Gables, Florida 33134

ARTICLE VI-CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on
professional corporations by the laws of the State of Florida.

ARTICLE VII-SUBSCRIBERS

The name and address of the person signing these Articles of Incorporation as a
subscriber is:

Emilio F. Solernou, Jr.
528 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE VIII-DIRECTORS

The corporation is to be managed by a Board of Directors. The number of
Directors constituting the initial Board of Directors is one (1) and the name and address
of the initial Director is:

Emilio F. Solernou, Jr.
528 Sevilla Avenue
Coral Gables, Florida 33134

The initial Director shall hold office until his successors are elected and qualified
as provided in the Bylaws. Thereafter the term of office of each Director shall be one (1)
year and until the election and qualification of a successor. The number of Directors set
forth herein and constituting the initial Board of Directors shall be the authorized number
of directors until such number is changed by a Bylaw duly adopted by the Shareholders

ARTICLE IX-BYLAWS

The initial Director shall submit the proposed Bylaws to the Shareholders at a
meeting to be held for that purpose following the issuance of the Certificate of
Incorporation.

Articles of Incorporation (State of Florida)
Emilio F. Solernou, Jr., P.A.
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Following the adoption of Bylaws by the Shareholder, the internal affairs of the corporation are to be regulated and managed in accordance with such Bylaws.

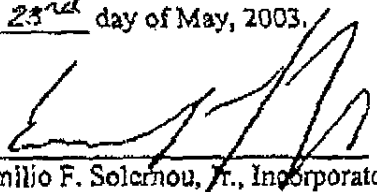
ARTICLE X-DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the Shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the Shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

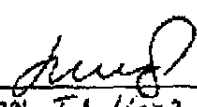
ARTICLE XI-AMENDMENTS

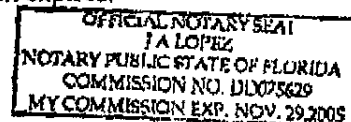
This corporation reserves the right to amend or repeal any or all provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed
this 23rd day of May, 2003.

By: 
Emilio F. Solernou, Jr., Incorporator and Director

BEFORE ME, the undersigned authority, personally appeared Emilio F. Solernou, Jr., this 23rd day of MAY, 2003, to me well known to be the person who executed the foregoing Articles of Incorporation of Emilio F. Solernou, Jr., P.A., and he has acknowledged before me that he executed the same for the uses and purposes therein expressed.


Print name: J.A. Lopez
NOTARY PUBLIC, State of Florida
My commission expires:



H03000201919

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

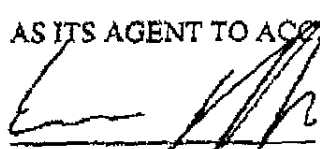
FIRST THAT, Emilio F. Solernou, Jr., P.A.
(Name of Business Organization)

WITH ITS PLACE OF BUSINESS AT: 528 Sevilla Avenue
Coral Gables, Florida 33134

HAS NAMED: Jorge A. Lopez, Esquire

LOCATED AT: 901 Ponce De Leon Boulevard, Suite 304
Coral Gables, Florida 33134

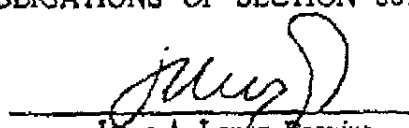
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Emilio F. Solernou, Jr.
Incorporator/Director

Date: 5/23/03

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STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I
ACCEPT THE DUTES AND OBLIGATIONS OF SECTION 607.325 FLORIDA
STATUTES.


Jorge A. Lopez, Esquire

Date: 5/23/03

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