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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CONSOLIDATED REAL ESTATE SERVICES, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 19, 2003

LAZARUS

SUBJECT: CONSOLIDATED REAL ESTATE SERVICES, INC.  
Ref. Number: W03000026910

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We have received your document for CONSOLIDATED REAL ESTATE SERVICES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

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Loria Poole  
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Letter Number: 603A00051978

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**ARTICLES OF INCORPORATION**  
**OF**  
*CONSOLIDATED REAL ESTATE (2000), CORP.*

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE 1**

The name of the corporation is *CONSOLIDATED REAL ESTATE (2000), CORP.*

**ARTICLE 11**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The corporate existence shall commence as of the filing of the Articles of Incorporation.

**ARTICLE 111**

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

**ARTICLE 1V**  
**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Abe A. Bailey, Esquire  
Florida Bar No. 0480398  
ABE A. BAILEY, P.A.  
18350 N.W. 2nd Avenue, Suite 500  
Miami, Florida 33169

#### ARTICLE V

The name of the initial registered agent of this corporation is **NOEL GEORGE BERNARD**. The street address of the initial registered office of the corporation in the State of Florida is 18350 N.W. 2nd Avenue, Miami, Florida 33169 and the principal place of business of the corporation is 18741 N.W. 1st Street, Pembroke Pines, Florida 33029.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial directors are:

NOEL GEORGE BERNARD	18741 N.W. 1ST STREET PEMBROKE PINES, FL 33029
ANDREW G. BERNARD	18741 N.W. 1ST STREET PEMBROKE PINES, FL 33029
RACHEL AMY BERNARD	18741 N.W. 1ST STREET PEMBROKE PINES, FL 33029

#### ARTICLE VII INCORPORATION

The name and address of the incorporator of these Articles of Incorporation is **Noel George Bernard at 18741 N.W. 1st Street, Pembroke Pines, Florida 33029.**

ARTICLE VI  
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholder.

ARTICLE IX  
INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any former officer director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X  
AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 16<sup>th</sup> day of September, 2003.

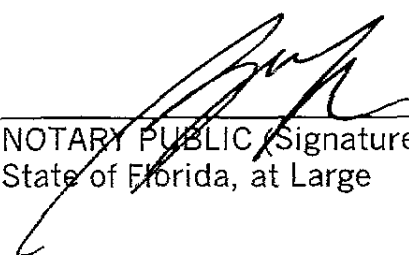
  
NOEL GEORGE BERNARD -Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me on this

16<sup>th</sup> day of September 2003 by **NOEL GEORGE BERNARD** as the Incorporator  
of CONSOLIDATED REAL ESTATE (2000), CORP., a Florida corporation, on  
behalf of the corporation. He has produced as identification

DF and did (did not) take an oath.

  
NOTARY PUBLIC (Signature)  
State of Florida, at Large

My Commission Expires:



Abe A Bailey  
My Commission DD054454  
Expires September 04, 2005

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

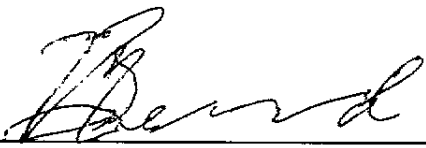
In compliance with Sections 48.091 and 607.034, Florida Statutes the following  
is submitted:

FIRST that *CONSOLIDATED REAL ESTATE (2000), CORP.*, desiring to  
organize or qualify under the laws of the State of Florida with its principal place  
of business at **18741 N.W. 1st Street, Pembroke Pines, Florida 33029** has  
named **NOEL GEORGE BERNARD** located at **18350 N.W. 2nd Avenue, Miami,  
Florida 33169** as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,  
at 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  
performance of my duties.

Dated this 15<sup>th</sup> day of September 2003.

By:   
NOEL GEORGE BERNARD  
Registered Agent



**CONSENT TO ACTION TAKEN  
IN LIEU OF RE-ORGANIZATIONAL MEETING**

**OF**

*CONSOLIDATED REAL ESTATE (2000), CORP.*

The undersigned being the incorporator of the corporation consent to and ratify the action taken to organize the corporation as follows:

The Certificate of Incorporation filed on \_\_\_\_\_ with the Secretary of State of Florida was approved and inserted in the record book of this corporation.

The persons whose name appear below are appointed director of the corporation to serve for a period of one year until his successor is appointed or elected and shall qualify:

Office	Name
President/Registered Agent Treasurer	NOEL GEORGE BERNARD
Vice-President	RACHEL AMY BERNARD
Vice-President/Secretary	ANDREW GEORGE BERNARD

By-Laws regulating the conduct of business and affairs of the corporation as prepared by counsel for the corporation were adopted and inserted in the record book.

**The Seal, an impression of which appears in the margin of this consent was adopted as the corporate seal of the corporation, and the specimen of certificates for shares in the form exhibited and inserted in the record book was adopted as the corporate certificate.**

ISSUANCE OF INITIAL SHARES  
(a) ACKNOWLEDGMENT OF SUBSCRIPTIONS:

The corporation hereby acknowledges that subscription were received by its and are hereby accepted by it from the persons in the amounts and for the consideration set forth below:

Subscriber	Number of Shares Subscribed for	Consideration
NOEL GEORGE BERNARD	50%	\$ 1.00
RACHEL AMY BERNARD	25%	\$ 1.00
ANDREW GEORGE BERNARD	25%	\$ 1.00

(b) PAYMENT OF SUBSCRIPTIONS: The officers of the corporation are hereby authorized to call for the payment of such subscriptions and to issue shares evidenced by properly executed stock certificates against receipt of the subscription price therefor.

© NONASSESSABILITY: On receipt of the subscription price from each subscriber and the issuance of shares to him or her, such shares will be validly authorized and issued, fully paid and nonassessable.

(d) ALLOCATION OF PROCEEDS: of the consideration received by the corporation for the capital stock to be issued hereunder, One Dollar (\$1.00) shall be allocated to the capital stock account of the corporation for each share issued and the balance shall be allocated to the paid in surplus account.

(e) DESIGNATION OF BANK DEPOSITORY: The Treasurer of the corporation is authorized to open on behalf of the corporation such accounts as he deems necessary or appropriate at any commercial bank and to endorse any checks, drafts, notes, orders and bills of exchange payable to or otherwise

the property of the corporation; to deposit them in such accounts; and to draw and sign checks on such accounts in the name of the corporation. The Board of Directors hereby adopts any resolutions required by such bank in connection with this designation as depository, provided the President of the corporation instructs the Secretary in writing to insert as a appendix to this consent a copy of such resolutions, which shall thereupon be deemed to have been adopted by the Board of Directors.

The corporation shall elect to be taxed as a **Sub-Chapter "S" Corporation** for income tax purposes under the provisions of Section 1372 of the Internal Revenue Code and the property officers of the corporation be and they hereby authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service. Executed by the undersigned as first directors of CONSOLIDATED REAL ESTATE SERVICES, INC. on the dates indicated.

Names of Director(s)

Date of Execution

  
NOEL GEORGE BERNARD

09/10/2003

  
RACHEL AMY BERNARD

09/10/2003

  
ANDREW GEORGE BERNARD

09/10/2003

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TALLAHASSEE, FLORIDA  
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