

STATE
RELATIONS
OFFICE
TORONTO
ONTARIO
CANADA

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PC.
R.O same

Office Use Only

1/20/04

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Graywood Estates Inc

Signature _____

Requested by: GW 1/12

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- ☒ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 14, 2004

CAPITAL CONNECTION INC

SUBJECT: GRAYWOOD ESTATES INC.
Ref. Number: W04000001874

We have received your document for GRAYWOOD ESTATES INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 104A00002621

RECEIVED
04 JAN 15 PM 3:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF INCORPORATION

OF

GRAYWOOD ESTATES, INC.

ARTICLE I
NAME

The name of this corporation is:

GRAYWOOD ESTATES, INC.
A Florida Corporation

ARTICLE II
DURATION

This corporation shall be perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of:

The acquisition development and sale of real estate, both improved and unimproved.

To manage, operate, maintain, repair, construct, improvements and residences on real property.

To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with no Par Value.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be at: This is also the principal place of business:

8925 Collins Avenue
Unit 7-H, Surfside, Florida 33154

or at such other place of business within of without the State of Florida as may be subsequently designated by the Board of Directors.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JAN 12 AM 9:15

The name and address of the initial registered agent of this corporation at that address is:

MURRAY B. WEIL, JR.
SHAPIRO AND WEIL
8925 Collins Avenue
Unit 7-H
Surfside, Florida 33154

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2), or more than five (5). The initial Board of Directors consist of the following:

<u>NAME</u>	<u>ADDRESS</u>
MOSHE TAMARI Chairman of the Board	c/o High Glen Developments Ltd Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9
GARNET T. WATCHORN Director	c/o Graywood Developments LTD Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9

ARTICLE VII
OFFICERS

The initial Officers consist of the following:

<u>NAME</u>	<u>ADDRESS</u>
GARNET T. WATCHORN President	c/o Graywood Developments Ltd Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9
GRAHAM GOODCHILD Vice President/ Treasurer	c/o Graywood Developments Ltd Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9
ZIPPORA ORLAND Secretary	c/o Graywood Developments LTD Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9
MURRAY B. WEIL, JR. Assistant Secretary	c/o Shapiro and Weil 8925 Collins Avenue Unit 7-H Surfside, Florida 33154

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these articles is:

<u>NAME</u>	<u>ADDRESS</u>
MOSHE TAMARI	c/o High Glen Developments Ltd Box 130, Suite 500 370 King Street West Toronto, Ontario M5V 1J9

ARTICLE IX
AMENDMENT

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

ARTICLE X
INITIAL CAPITAL

The initial capitalization with which this corporation is to commence is \$1,000,000.00.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 10th day of January, 2004.



MOSHE TAMARI, Subscriber

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared **MOSHE TAMARI**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid, this 10th day of January, 2004.



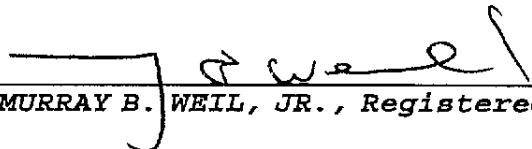
Ursula Weil
MY COMMISSION # CC992433 EXPIRES
February 27, 2005
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation, at the place designated in the Certificate, I hereby accept this appoint and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.


MURRAY B. WEIL, JR., Registered Agent

CORPORAT\GRAYWOOD.ARTICLES

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JAN 12 AM 9:15