

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
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FLORIDA PROFIT CORPORATION OR P.A.

AYALA INTERNATIONAL REALTY, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

AYALA INTERNATIONAL REALTY, INC.

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is AYALA INTERNATIONAL REALTY, INC, a Florida Corporation.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall have no par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 17021 West Dixie Highway, Suite 104, North Miami Beach, FL 33160, and the name and address of initial registered agent is Gary Silberman, Esq., 300 71st Street, Suite #405, Miami Beach, FL 33141. The principal office and mailing address of the corporation is 17021 West Dixie Highway, Suite 104, North Miami Beach, FL 33160.

This instrument prepared by:
Gary Silberman, Esq.
JONAS & SILBERMAN, P.A.
300 71st Street, Suite #405
Miami Beach, FL 33141
Florida Bar No. 0885230
Tel: (305) 866-7621

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ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the person who is to serve as the member of the initial Board of Director is as follows:

Miriam Ayala
17021 West Dixie Highway, Suite 104
North Miami Beach, FL 33160

ARTICLE VII. - INCORPORATOR

The name and address of the incorporator is:

Miriam Ayala
17021 West Dixie Highway, Suite 104
North Miami Beach, FL 33160

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation at Miami Beach, Miami-Dade County, Florida on this 23rd day of February, 2004.

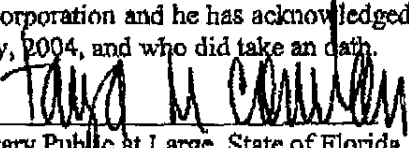

MIRIAM AYALA

STATE OF FLORIDA:

SS.

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this 23rd day of February, 2004, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared Miriam Ayala and she acknowledged before me that she is the subscriber to these Articles of Incorporation and he has acknowledged that she has signed same on this 23rd day of February, 2004, and who did take an oath.


Notary Public at Large, State of Florida
My commission expires:



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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW GARY SILBERMAN, ESQ., and hereby acknowledges his appointment as the registered agent of AYALA INTERNATIONAL REALTY, INC., a Florida Corporation, and he is familiar with, and accepts, the obligations of that position.



GARY SILBERMAN, ESQ.

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