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EFFECTIVE DATE
04/08/2004

FILED
OCT 13 2004
TALLAHASSEE, FLORIDA

ELDEIRY
& ELDEIRY, P.A.
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& COUNSELORS AT LAW

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TELEPHONE (954) 527-5222
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MO N. ELDEIRY, ESQUIRE*
* LICENSED IN FLORIDA & U.S. FEDERAL DISTRICT COURT

WENDY HILL ELDEIRY, ESQUIRE*
* LICENSED IN FLORIDA & U.S. FEDERAL DISTRICT COURT

April 6, 2004

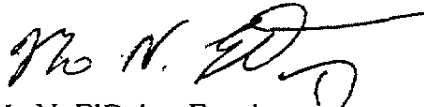
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: Proposed Corporate Name – WeMoSS Properties, Inc.
Effective Date – April 1, 2004**

Please find enclosed an original and one copy of the Articles of Incorporation and a check for **\$70.00** made payable to the **Florida Department of State** for the filing fee.

Please direct all inquiries and responses to our office, and if you should need any additional information, please feel welcome to inquire.

Sincerely,


Mo N. Eldeiry, Esquire
MNED/jr
Enclosures

EFFECTIVE DATE
04/08/2004

ARTICLES OF INCORPORATION
OF
WeMoSS Properties, Inc.
A Florida Corporation

FILED

04 APR - 9 PM 4: 01

TALLAHASSEE, FLORIDA

(Pursuant to Chapter 607 and 621, Florida Statutes)

The undersigned persons have associated themselves for the purpose of forming a corporation under the laws of Florida and adopt the following Articles of Incorporation.

ARTICLE I – NAME OF CORPORATION

NAME. The name of this corporation shall be WeMoSS Properties, Inc. The period of duration shall be perpetual.

ARTICLE II – PRINCIPAL & MAILING ADDRESS

The principal office and mailing address of this corporation is:

**WeMoSS Properties, Inc.
4447 Foxtail Lane
Weston, Florida 33331**

ARTICLE III – PURPOSE

PURPOSE AND POWERS. This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

This corporation shall have the broad general powers set forth in FLORIDA STATUTE §607.0302.

INITIAL BUSINESS. The general nature of the business proposed to be transacted initially by the corporation, anywhere within the United States, is to deal with real estate transactions, including but not limited to the buying, selling, managing, and leasing of any real estate properties, and generally to do all acts reasonable and necessary for the furtherance of such business.

ARTICLE IV – TERM OF EXISTENCE

TERM OF EXISTENCE – This corporation shall have a perpetual existence, and shall commence existence on April 1, 2004, or any date thereafter that these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V – CAPITAL STOCK

AUTHORIZED CAPITAL. The capital stock of the corporation known as **WeMoSS Properties, Inc.** shall be **TEN THOUSAND SHARES (10,000)** of Common Stock and will have a par value of **ONE DOLLAR (\$1.00 PER SHARE).**

ARTICLE VI
REGISTERED OFFICE & REGISTERED AGENT

REGISTERED AGENT.

The name and Registered address of the Registered agent of the Corporation is:

*ElDeiry & ElDeiry, P.A.
Attorneys & Counselors at Law
888 South Andrews Avenue - Suite 205
Fort Lauderdale, Florida 33316*

ARTICLE VII – BOARD OF DIRECTORS

BOARD OF DIRECTORS. The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws but in any event shall consist of no fewer than one member. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the shareholders at an annual or special meeting, as shall be provided in the bylaws.

DEALINGS BY DIRECTORS. No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by this corporation, and no act of the corporation shall be in any way affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which such director may be a member, may be a party to or may be pecuniary or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

LIMITATION OF DIRECTOR'S LIABILITY. No director shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director for (a) any breach of the director's duty of loyalty to the corporation or its shareholders; (b) acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law; (c) authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) any violation of Florida law (Director Conflicts of Interest); or (e) any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

INITIAL BOARD MEMBERS - The initial Board of Directors shall consist of two (2) members. The name and address of the members of the first board of directors are:

Wendy Hill ElDeiry, Esquire	888 South Andrews Avenue, Suite 205, Fort Lauderdale, FL 33316
Mo N. ElDeiry, Esquire	888 South Andrews Avenue, Suite 205, Fort Lauderdale, FL 33316

OFFICERS - The initial officers of the corporation who shall serve at the pleasure of the board of directors are:

President:	Wendy Hill ElDeiry, Esquire
Vice-President:	Mo N. ElDeiry, Esquire

ARTICLE VIII - SUBSCRIBERS

SUBSCRIBERS - The names and addresses of the individuals signing these articles of incorporation are as follows:

Wendy Hill ElDeiry, Esquire	888 South Andrews Avenue, Suite 205, Fort Lauderdale, FL 33316
Mo N. ElDeiry, Esquire	888 South Andrews Avenue, Suite 205, Fort Lauderdale, FL 33316

ARTICLE X - INDEMNIFICATION

INDEMNIFICATION OF OFFICERS, EMPLOYEES, AGENTS. Subject to the provisions of this Article, the corporation shall indemnify any and all its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the chairman of the Board of Directors that he or she has incurred or may incur expenses, including but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as a officer, employee or agent of the corporation, the Board of Directors shall, at its next regular or at a special meeting held within a reasonable time thereafter, determine in good faith whether, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.


ARTICLE XI - AMENDMENTS

AMENDMENTS – the Corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

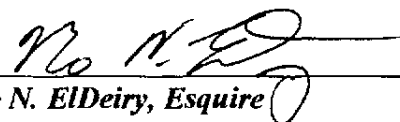
ARTICLE XII – EFFECTIVE DATE

Effective Date - The Articles of Corporation shall be come effective as of April 1, 2004, and not before they have become officially recorded and filed in the State of Florida.

IN WITNESS WHEREOF, the following incorporators have signed these Articles of Incorporation, on this 22 day of March 2004.



Wendy Hill ElDeiry, Esquire



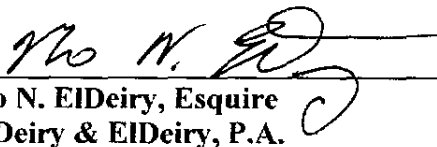
Mo N. ElDeiry, Esquire

ACCEPTANCE BY REGISTERED AGENT

I **Mo N. ElDeiry, Esquire of ElDeiry & ElDeiry, P.A.** located at 888 South Andrews Avenue – Suite 205, Fort Lauderdale, Florida 33316 who has been a bona fide resident of Florida, hereby accepts his appointment as Registered Agent of **WeMoSS Properties, Inc.** to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had or brought against this corporation in any of the courts of Florida; and affirms that his office at the address set forth in the foregoing Articles shall serve as the Registered office of the corporation.

DATE: 3/22/04

Registered Agent:



Mo N. ElDeiry, Esquire
ElDeiry & ElDeiry, P.A.
888 South Andrews Avenue - Suite 205
Fort Lauderdale, Florida 33316