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BROOKS C. MILLER P.A.

ATTORNEYS WITH A GLOBAL PERSPECTIVE™
1690 WACHOVIA FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

BROOKS C. MILLER

EMAIL: BMILLER@BROOKSMILLER.COM

TELEPHONE: 305.372.0900

FACSIMILE: 305.372.0660

November 15, 2004

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

Re: Mike W. Moore, P.A.

To Whom It May Concern:

Enclosed please find the articles of incorporation for Mike W. Moore, P.A., and our check number 4438 in the amount of \$78.75 to be used as payment for the filing fee and one certified copy.

Should you have any questions, comments or concerns, please do not hesitate to contact our office. Thank you very much for your kind attention to this matter.

Very truly yours

Jotome Soto Legal Assistant

Enclosure

Articles Of Incorporation of Mike W. Moore P.A.

Pursuant to the Florida Business Corporation Act the undersigned, acting as Incorporator 4:49 of a corporation, hereby adopts the following Articles Of Incorporation for such Corporation;

The undersigned incorporators, for the purpose of forming a corporation under the Florida LORIDA

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Business Corporation Act, hereby adopts the following Articles Of Incorporation.

Article I Name

The name of the Corporation is Mike W. Moore P.A..

Article II Stock

Section A. Authorized Common Voting Shares. The aggregate number of common voting shares which the Corporation is authorized to issue is 100 shares of \$0.01 par value common voting stock.

- Voting Rights and Notice. At all meetings of Shareholders, each Shareholder shall be entitled to one vote for each share of common voting stock held by him, which may be cast by the Shareholder in person or by proxy. The holders of common voting shares issued and outstanding, except where otherwise provided by law or by these Articles Of Incorporation, shall have and possess the exclusive right to notice of Shareholders' meetings and the exclusive voting right and power.
- <u>Dividends</u>. Except where otherwise provided by law or by these Articles Of Incorporation, dividends may be paid on the common voting shares out of any assets at the time legally available therefor. Any dividend so declared shall be distributed among and paid to the holders of the outstanding common voting shares without distinction according to their respective shares.
- Liquidation. Except where otherwise provided by law or by these Articles Of Incorporation, in the event of the voluntary or involuntary liquidation, dissolution, or winding up of this Corporation, subject to all of the preferential rights of the holders of any preferred shares on distributions or otherwise, the holders of the common voting shares shall be entitled to receive all of the remaining assets of the Corporation and such assets shall be distributed to the holders of the outstanding common voting shares without distinction according to their respective shares.

Article III **Principal Office**

The address of the principal office of the Corporation is 2645 South Bayshore Dr. Suite 702, Coconut Grove, Florida 33133.

Article IV Agent For Service Of Process

The name and address of the Registered Agent for Service of Process on the corporation

Brooks C. Miller 200 S. Biscayne Blvd. Suite 1690 Miami, Florida 33131

is:

Article V Incorporator

The name and address of the Incorporator is:

Brooks C. Miller 200 S. Biscayne Blvd. Suite 1690 Miami, Florida 33131

Article VI Purpose And Power

The Corporation shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which corporations may be organized under the Florida Business Corporation Act.

The Corporation shall be formed for the purpose of engaging in the general practice of any lawful profession including the brokerage of real estate and general real estate consulting.

Article VII Officers

The Officers of the Corporation may consist of a President, Secretary, and such other Officers and assistant Officers as shall be named by the Board of Directors pursuant to the Bylaws of the Corporation. The initial Officers of the Corporation, who shall serve as such until the first meeting of the Board of Directors or until their successors are elected and shall qualify, are:

Office

Name and Address

President

Mike W. Moore 2645 South Bayshore Drive Suite 702 Miami, Florida 33131 Secretary

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Article IX Real Estate Documents

All conveyances and mortgages of and leases relating to real property made by the Corporation shall be executed by the President, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by the President.

Dated November 12, 2004.

Brooks C. Miller Incorporator

Acceptance

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Brooks C. Miller

November 12, 2004