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FLORIDA PROFIT CORPORATION OR P.A.

sun & palm realty, inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 13, 2004

EMPIRE

SUBJECT: SUN & PALM REALTY, INC.
REF: WD4000045305

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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(4)

ARTICLES OF INCORPORATION

SUN PALM REAL ESTATE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is SUN PALM REAL ESTATE, INC. Principal office is located at 2320 NW 115 DRIVE CORAL SPRINGS, FL 33065.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOUR

CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE

REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 2320 NW 115 DRIVE CORAL SPRINGS, FL 33065. The name of the initial registered agent at such address is UTAM MAHARAJ.

ARTICLE SIX

PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

Prepared by Steven C. Klein, CPA 954-345-3696
11776 W. Sample Rd. Suite 1050 Coral Springs, FL 33065

ARTICLES

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ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

NAME

ADDRESS

UTAM MAHARAJ

2320 NW 115 DRIVE
CORAL SPRINGS, FL 33065

INCORPORATORS

The name and address of the incorporator is:

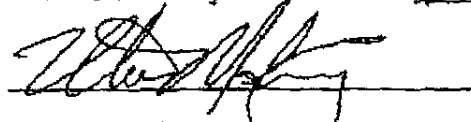
NAME

ADDRESS

UTAM MAHARAJ

2320 NW 115 DRIVE
CORAL SPRINGS, FL 33065

IN WITNESS WHEREOF, I have subscribed my name this 10th day of DECEMBER, 2004.


UTAM MAHARAJ, Incorporator

STATE OF FLORIDA

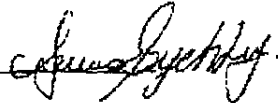
COUNTY OF BROWARD:

On this 10th day of December, 2004 before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared UTAM MAHARAJ, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose herein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Anna Sytnerz
My Commission DD257743
Expires October 12, 2007



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

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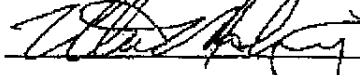
CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is SUN PALM REAL ESTATE, INC.
2. The name and address of the registered agent and office is

UTAM MAHARAJ
2320 NW 115 DRIVE
CORAL SPRINGS, FL 33065



UTAM MAHARAJ INCORPORATOR

12/10/04

Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



UTAM MAHARAJ, Registered Agent

12/10/04

Date

State of Florida
County of BROWARD:

The foregoing instrument was acknowledged and sworn to before me this 10th day of December, 2004



Anne Syckert

My Commission 00257743

Expires October 12, 2007

Notary Public

My commission expires:

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