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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

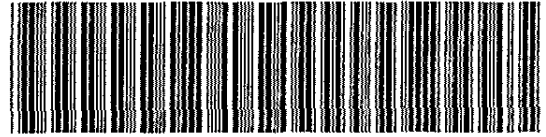
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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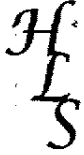
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Hernicz Legal Services, P.L.

Charles B. Hernicz, Attorney at Law

Phone (561) 753-7511
Fax (561) 753-7082
Email HerniczLegal@adelphia.net

December 21, 2004

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Registration of Serpe-Co

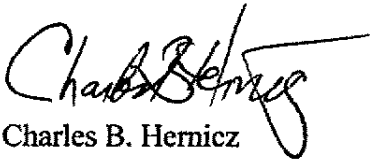
Dear Sir or Madam:

Enclosed are the Articles of Incorporation for filing a corporation with the filings fee, fee for a certificate of status and a certified copy (\$87.50). Please return all correspondence to the following:

Charles B. Hernicz, Esq.
Hernicz Legal Services, P.L.
15854 Bent Creek Road
Wellington, FL 33414

For further information, please call the undersigned at the number shown above

Sincerely,



Charles B. Hernicz

Encl: Articles of Incorporation (original and one copy)
\$87.50 Check

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ARTICLES OF INCORPORATION

SERPE-CO

RECITAL

Pursuant to the Florida Business Corporation Act, Florida Statutes § 607.0101, et. seq., for the purposes and upon the terms, provisions, and conditions as hereinafter set forth, the undersigned acts as Incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation (the Corporation).

ARTICLE I – NAME

The activities and business of the Corporation shall be conducted under the name of **Serpe-Co**, in Delray Beach, Florida, and under any variations of this name as may be necessary to comply with the laws of other states within which the Corporation may do business or make investments.

ARTICLE II – EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be January 1, 2005.

ARTICLE III – PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be Delray Beach, Florida, but additional places of business may be located elsewhere. The mailing address of the Corporation shall be 1450 S.W. 10th Street, Suite 8, Delray Beach, Florida 33444, with copies being sent to 1122 Waterview Lane, Weston, Florida, 33326.

ARTICLE IV - PURPOSES OF THE CORPORATION

The purposes of the Corporation shall be as follows:

Properties

4.01. To acquire, develop, operate, sell, and otherwise profit from real properties.

Other Purposes

4.02 To enter into other agreements and business opportunities for investment and profit.

ARTICLE V – SHARES

The maximum number of shares this Corporation is authorized to issue is 1000, with a par value of \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

6.01. The initial board of directors shall consist of four members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors and the initial Officers of the Corporation shall be as follows:

6.02.1. President: Brett Serpe, 1122 Waterview Lane, Weston, Florida, 33326.

6.02.2. Vice-President: Jason Serpe, 1122 Waterview Lane, Weston, Florida, 33326.

6.02.3. Director: Michael Bianchini, 1450 SW 10th Street, Suite 8, Delray Beach, Florida 33444.

6.02.4. Director: Joseph Carosella, 1450 SW 10th Street, Suite 8, Delray Beach, Florida 33444.

ARTICLE VII - REGISTERED AGENT.

The name and Florida street address of the initial registered agent are as follows:

Brett Serpe
1450 S.W. 10th Street, Suite 8
Delray Beach, Florida 33444

ARTICLE VIII – INCORPORATOR

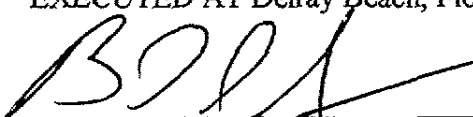
The name and Florida street address of the incorporator are as follows:

Brett Serpe
1450 S.W. 10th Street, Suite 8
Delray Beach, Florida 33444

ARTICLE IX – INDEMNIFICATION

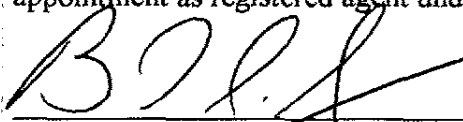
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

EXECUTED AT Delray Beach, Florida, on the 26th day of November 2004.


Brett Serpe, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and 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 under Fla. Stat. § 607.0501 and agree to act in this capacity .



Brett Serpe, Registered Agent
1450 S.W. 10th Street, Suite 8
Delray Beach, Florida 33444

11/26/2004
Date

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