

**Electronic Articles of Incorporation
For**

P05000014576
FILED
January 27, 2005
Sec. Of State
dwhite

THE WALL STREET REAL ESTATE & INVESTMENT FUND, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

THE WALL STREET REAL ESTATE & INVESTMENT FUND, INC.

Article II

The principal place of business address:

5970 S.W. 18TH STREET
SUITE 312
BOCA RATON, FL. 33433

The mailing address of the corporation is:

5970 S.W. 18TH STREET
SUITE 312
BOCA RATON, FL. 33433

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000,000

Article V

The name and Florida street address of the registered agent is:

LAW OFFICES OF STEVEN M. WEISS, P.A.
11380 PROSPERITY FARMS ROAD
SUITE 101
PALM BEACH GARDENS, FL. 33410

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: STEVEN M. WEISS

Article VI

The name and address of the incorporator is:

CHRISTOPHER J. GAMBINO
5970 S.W. 18TH STREET
SUITE 312
BOCA RATON, FLORIDA 33433

Incorporator Signature: CHRISTOPHER J. GAMBINO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
CHRISTOPHER J GAMBINO
5970 S.W. 18TH STREET, SUITE 312
BOCA RATON, FL. 33433

Article VIII

The effective date for this corporation shall be:

01/27/2005