

Box  
17

PO6000022451

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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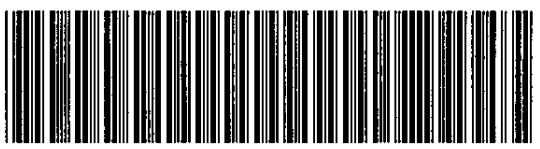
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/16/06

ANGEL J. AGOSTINI, C.P.A.

Certified Public Accountant  
1320 N. Semoran Blvd. ~ Orlando, FL 32807-3500 ~ Suite 106  
Phone: (407) 249-1717 ~ Fax: (407) 249-1717

TRANSMITTAL LETTER

February 7, 2006

Date

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

SUBJECT: ALL SEASONS REALTY AND FUNDING, INC.  
(Proposed corporate name – must include suffix)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

X 70.00  
Filing Fee

\$  
Filing Fee,  
Certified Copy  
& Certificate

From: ANGEL J. AGOSTINI, C.P.A.  
Name

1320 N. SEMORAN BLVD. STE. 106  
Address

ORLANDO, FL 32807-3552  
City, State & Zip

(407) 249-1717  
Daytime Telephone number

ARTICLES OF INCORPORATION

FOR

ALL SEASONS REALTY AND FUNDING, INC.

The undersigned, acting as Incorporators of a corporation pursuant to chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I ~ NAME:

The name of the corporation shall be:

ALL SEASONS REALTY AND FUNDING, INC.

ARTICLE II ~ DURATION:

This corporation shall have perpetual existence commencing on the date of the Articles with the Florida Department of State.

ARTICLE III ~ PURPOSE(S):

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the United States, Chapter 607, (Florida Statutes), or any other State, Country or Territory or Nation, also to engage in realty business, property management and correspondent mortgage lending services for the State of Florida and all U.S. territories.

ARTICLE IV ~ INITIAL OFFICE:

The mailing address shall be: 1320 N. SEMORAN BLVD. STE. 202  
ORLANDO, FL 32807-3552

The principal place of business shall be:

1320 N. SEMORAN BLVD. STE. 202  
ORLANDO, FL 32807-3552

ARTICLE V ~ INITIAL REGISTERED AGENT AND ADDRESS:

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

JUAN BERRIOS  
1320 N Semoran Blvd. Ste. 202  
Orlando, FL 32807-3552

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TALLAHASSEE, FLORIDA

ARTICLE VI ~ CAPITAL STOCK:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of One Dollar (\$1.00) par value, common stock, which shall be designated as "Common Shares".

ARTICLES OF INCORPORATION

FOR

ALL SEASONS REALTY AND FUNDING, INC.

(Continued)

ARTICLE VII ~ PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

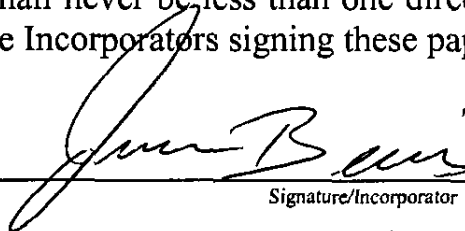
ARTICLE VIII ~ INITIAL BOARD OF DIRECTORS & INCORPORATORS:

This corporation shall have three directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by-laws; however, there shall never be less than one director. The name and address of the initial Directors and the Incorporators signing these papers are:

PRESIDENT:

JUAN BERRIOS

1320 N Semoran Blvd. Ste. 202  
Orlando, FL 32807-3552



Signature/Incorporator

-February 7, 2006

Date

SECRETARY:

NYDIA BERRIOS

1320 N Semoran Blvd. Ste. 202  
Orlando, FL 32807-3552



Signature/Incorporator

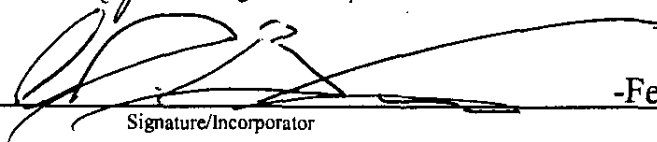
-February 7, 2006

Date

TREASURER:

CARLOS J. BERRIOS

1320 N Semoran Blvd. Ste. 202  
Orlando, FL 32807-3552



Signature/Incorporator

-February 7, 2006

Date

ARTICLE IX ~ INDEMNIFICATION:

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLES OF INCORPORATION

FOR

GOOD INVESTMENT REALTY, INC.

(Continued)

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ARTICLE X ~ AMENDMENTS:

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and the Stockholders.

ARTICLE XI ~ SPECIAL PROVISIONS:

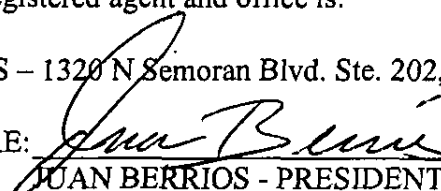
The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to be taken by the appropriate officer to accomplish compliance.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provision of Section 607.0501, 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: ALL SEASONS REALTY AND FUNDING, INC.
2. The name and address of the registered agent and office is:

JUAN BERRIOS – 1320 N Semoran Blvd. Ste. 202, FL 32807-3552

SIGNATURE:   
TITLE: JUAN BERRIOS - PRESIDENT  
DATE: February 7, 2006

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:   
JUAN BERRIOS

Date: February 7, 2006