

PO6000058502

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TALLAHASSEE, FLORIDA

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PO6-58502

**ALAYON & ASSOCIATES, P.A.**

ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL., FED. SO. DIST, 11<sup>TH</sup> CIR & T.C.)  
JOSÉ A. SOCORRO (FL.)  
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GARY S. BROOKS (FL. & FED.)\*

\* OF COUNSEL  
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WEST PALM BEACH, FLORIDA

TEL: (561) 802-4187

April 24, 2006

Gretchen Harvey  
Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re:   *Active Real Estate Management, Inc.***  
      ***Active Real Estate Management, LLC***

Dear Gretchen:

Enclosed please find Articles of Incorporation as well as Articles of Organization for Active Real Estate Management Inc. and LLC.

Please provide us with Certificates of Good Standing for each.

We have enclosed a check in the amount of \$208.75 for the applicable filing fees and a self-addressed Federal Express envelope. Should you require any further information, please do not hesitate to contact our offices.

As always, thank you for your help.

Very truly yours,

  
Jennifer Aleman

/jla  
Enclosure(s)

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06 APR 25 PM 3:00  
STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION OF**  
**ACTIVE REAL ESTATE MANAGEMENT, INC.**

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of the corporation shall be:

ACTIVE REAL ESTATE MANAGEMENT, INC.

**ARTICLE II**  
**TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One (\$.01) Cent per share.

**ARTICLE V**  
**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and street address of the initial registered office of the corporation shall be:

*Document Prepared By:*  
*Richard A. Alayon, Esq. FBN: 934290*  
*Alayon & Associates, P.A.*  
*4551 Ponce de Leon Boulevard*  
*Coral Gables, Florida 33146*

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TALLAHASSEE, FLORIDA

A& A Registered Agent, INC.  
4551 Ponce de Leon Boulevard  
Coral Gables, Florida 33146

**ARTICLE VI**  
**MAILING AND PRINCIPAL ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is:

10316 NW 55<sup>th</sup> Street  
Sunrise, Florida 33351

The principal office of the Corporation as of the date of execution of these Articles, and is:

10316 NW 55<sup>th</sup> Street  
Sunrise, Florida 33351

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have 2 officers(s) initially. The name and address of the initial director(s) of the corporation, who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

Carlos Nodal - President  
10316 NW 55<sup>th</sup> Street  
Sunrise, Florida 33351

Karri Nodal - Vice-President, Secretary & Treasurer  
10316 NW 55<sup>th</sup> Street  
Sunrise, Florida 33351

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

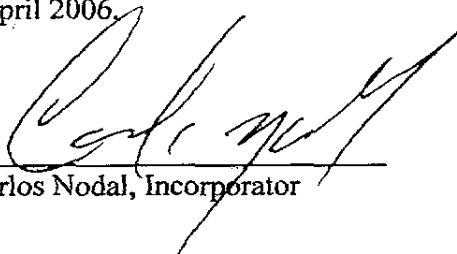
The name and address of the incorporator of the corporation is:

CARLOS NODAL  
10316 NW 55<sup>th</sup> Street  
Sunrise, Florida 33351

**ARTICLE XI**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

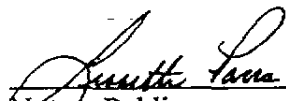
IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 24<sup>th</sup> day of April 2006.

  
\_\_\_\_\_  
Carlos Nodal, Incorporator


STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE        )

BEFORE ME, a Notary Public, personally appeared Carlos Nodal, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Miami Dade County, Florida, this 24<sup>th</sup> day of April, 2006.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

My Commission Expires:


NOTARY PUBLIC-STATE OF FLORIDA  
 Lissette Parra  
Commission # DD469452  
Expires: OCT. 22, 2009  
Bonded Thru Atlantic Bonding Co., Inc.

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FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of ACTIVE REAL ESTATE MANAGEMENT, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this 24<sup>th</sup> day of April 2006.

  
Richard A. Alayon, Esq., President  
A&A REGISTERED AGENT

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06 APR 25 PM 3:00  
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