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Account Name : LAW OFFICES OF DELIMA GOLDMAN & GOLDMAN
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FLORIDA PROFIT/NON PROFIT CORPORATION

Southern Commercial Management, Inc.

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November 15, 2007

FLORIDA DEPARTMENT OF STATE

LAW OFFICES OF DELIMA GOLDMAN & GOLDMAN
Division of CorporationsSUBJECT: SOUTHERN COMMERCIAL MANAGEMENT, INC.
REF: W07000056314

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

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L07000103369 (SOUTHERN COMMERCIAL MANAGEMENT LLC.).

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

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Karen Saly
Regulatory Specialist IIFAX Aud. #: B07000279170
Letter Number: 207A00066051

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STATE OF FLORIDA :
:ss
COUNTY OF BROWARD :

3. Affiants have no objection to SOUTHERN COMMERCIAL MANAGEMENT, INC. filing its Articles of Incorporation with the Secretary of State of Florida under the name SOUTHERN COMMERCIAL MANAGEMENT, INC.

MARY TOMPKINS

Donna Compagniotte
DONNA COMPAGNIOTTE

Pamela Hunsley
NOTARY PUBLIC, STATE OF FLORIDA

8/10/10

 **PAMALA J. LANGLEY**
MY COMMISSION # DD 583553
EXPIRES: August 19, 2010
Bonded This Notary Public Undertakes

Bruce J. Goldman, Esq.
Gables International Building
2655 Le Jeune Road, Suite 816
Coral Gables, FL 33134
(305) 446-6460
111507-AFFIDAVIT RE CORPORATE FILING

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**ARTICLES OF INCORPORATION
OF
SOUTHERN COMMERCIAL MANAGEMENT, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I
NAME**

The name of the Corporation is SOUTHERN COMMERCIAL MANAGEMENT, INC.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III
NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act;
2. To engage in a real estate management business; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE V
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation

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shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is:

Gables International Plaza
2655 Le Jeune Road, Suite 816
Coral Gables, Florida 33134

The name of the registered agent at such address is:

Bruce J. Goldman

**ARTICLE VII
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

6499 Powerline Road, Suite 205
Ft. Lauderdale, Florida 33309

**ARTICLE VIII
DIRECTORS**

The initial board of directors of the Corporation shall consist of two (2) members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The names and addresses of the members of the first board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
DONNA COMPAGNIOTTE	1901 S.W. 56th Avenue Plantation, Florida 33317
MARY TOMPKINS	5241 S.W. 101 st Avenue Cooper City, Florida 33328

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**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Bruce J. Goldman	Gables International Plaza 2655 Le Jeune Road, Suite 816 Coral Gables, Florida 33134

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE XI
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN
OTHER PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS**

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its directors to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The directors of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

**ARTICLE XII
RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of November 2007.



BRUCE J. GOLDMAN

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DIVISION OF CORPORATIONS

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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

SOUTHERN COMMERCIAL MANAGEMENT, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS LOCATED IN THE CITY
OF FT. LAUDERDALE, STATE OF FLORIDA,
(CITY) (STATE)

HAS NAMED BRUCE J. GOLDMAN, LOCATED AT
(NAME OF REGISTERED AGENT)

GABLES INTERNATIONAL PLAZA, 2655 LE JEUNE ROAD, STE. 816,
(STREET ADDRESS AND NAME OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS.

SIGNATURE [Signature]
BRUCE J. GOLDMAN

TITLE INCORPORATOR
(CORPORATE OFFICER)

DATE November 14, 2007

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.

SIGNATURE [Signature]
BRUCE J. GOLDMAN, REGISTERED AGENT

DATE November 14, 2007