

CITYSCAPES

VICTOR MORALES RA

Planning
Urban Design
Architecture
Interior Architecture

Project Development
Feasibility Analysis

P95000014384

2/14/95

Bobby Eldridge
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
5 FEB 14 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CITYSCAPE
ARCHITECTS**

398 Columbus Ave.
Suite 149
Boston, MA 02139

RE: Request to change our corporate name.

As per our conversation regarding your request to change our corporate name, we have dissolved Cityscapes Development Corporation and are filing a new corporation under the name: Cityscapes Planning and Development Corporation, I hope this is acceptable. In lieu of the fact that this entire procedure was not voluntary on our part, and caused by an error by the Division of Corporations, we are requesting that this new filing be done at no cost to us. At this time this has caused us money, time, and aggravation. We will now need to purchase a new corporate book, new stationary for our company, and reapply for a number of local permits and licenses under a new name. Credit accounts which we have obtained need to be changed as well as phone, utilities, lease, etc. Frankly it only seems fair to us that we should be compensated for these new costs we now have to undertake to make the new corporate entity comply with regulations and contracts. Obviously, for us to take a legal action against the State would be prohibitive, we are relying on your good and fair judgment to compensate us accordingly.

**CITYSCAPE
DEVELOPMENT**

25 SE 2nd Ave.
Suite 826
Miami, FL 33131

Sincerely,


Victor Morales

Phones: 800-595 0343
305-375 0494
Fax: 305-375 0835

E-Mail
America Online: CITYSCAPE

license ma #9263

*The fees for this
corp. were not required
due to E-file error.*

2/14

ARTICLES OF INCORPORATION

CITYSCAPES ^{of} PLANNING + DEVELOPMENT Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CITYSCAPES PLANNING + DEVELOPMENT

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares (500) of ONE DOLLAR Dollar(s) (\$ 500.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>VICTOR MORALES</u>		
ADDRESS	<u>25 SE 2nd ave. SUITE 826</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33131</u>

The principal office, if known, or the mailing address of the corporation is:

NAME			
ADDRESS	<u>25 SE 2nd ave. SUITE 826</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33131</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>VICTOR MORALES</u>		
ADDRESS	<u>25 SE 2nd ave. SUITE 826</u>		
CITY	<u>MIAMI</u>	STATE <u>FL</u>	ZIP <u>33131</u>
NAME	<u>OFELIA BIXBY</u>		
ADDRESS	<u>5775 SW 46 TERR.</u>		
CITY	<u>MIAMI</u>	STATE <u>FL</u>	ZIP <u>33155</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	VICTOR MORALES		
ADDRESS	25 SE 2 nd ave. Suite 822		
CITY	Miami	STATE	FL. ZIP 33131
NAME	Ofelia Bixby		
ADDRESS	5775 SW 46 TERR.		
CITY	Miami	STATE	FL. ZIP 33155
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14th day of February, 19 95.

Victor Morales (Seal)
Ofelia Bixby (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

CITYSCAPES PLANNING + DEVELOPMENT INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 25 SE 2nd ave.

Suite 826 Miami, FL 33131

has named VICTOR MORALES

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

FILED
95 FEB 14 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Victor Morales
(registered agent)