

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Please
 file first

W95-4774

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAK</u>	_____	_____	_____

WALK-IN Will Pick Up 33 1200

RE: Imperial Realty, Inc.

	C.C. FEE.	DISBURSED
Capital Exp. Kit		
Art. of Amend. Filo		
Dissolution/Withdrawal		
C U S-		
Fictitious Name Filo		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

95 MAR 4 1995

March 3, 1995

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: IMPERIAL REALTY, INC.
Ref. Number: W95000004774

Int'l

We have received your document for IMPERIAL REALTY, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 295A00009619

corrected

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL IMPERIAL REALTY, INC.**

FILED
95 MAR -7 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I - NAME

The name of the Corporation shall be INTERNATIONAL IMPERIAL REALTY, INC.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the Corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The purpose for which the Corporation is organized is to do all things that are not forbidden by the Florida Corporation Laws or by other laws or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV - CAPITAL STOCK

Number. The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 (One Thousand) shares of Capital Stock with a par value of \$1.00 (One Dollar) per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends. The holder(s) of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock or the Corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered and principal office of the Corporation is 118 East Jefferson Street, Orlando, Florida 32801, the name of the initial registered agent at such address is SARAH E. ARNOLD, ESQUIRE, and her signature below connotes acceptance.

ARTICLE VI - DIRECTORS

The initial Board of Directors and Officers shall consist of one (1) member, who need not be a resident of the State of Florida or a Shareholder of the Corporation.

The name and address of the person who shall serve as an officer until the first annual meeting of shareholders or until a successor has been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
LUIS LEBRON	4222 Meeting Place Sanford, Florida 32773

ARTICLE VII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
LUIS LEBRON	4222 Meeting Place Sanford, Florida 32773

ARTICLE VIII - AMENDMENTS

The shareholder shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds vote of the common stock.

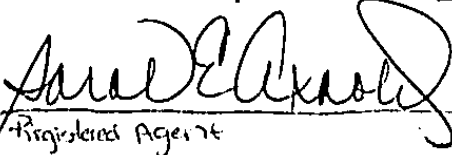
ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any stock or services, from time to time, in addition to that stock authorized and issued by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these

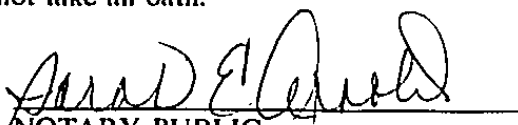
Articles of Incorporation on the 22nd day of February, 1995.


Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE


LUIS LEBRON

The foregoing instrument was acknowledged before me on this 22nd day of February, 1995, by LUIS LEBRON, who is personally known to me or who has produced a Florida Drivers License Number: _____ respectively, as identification and who did/did not take an oath.


NOTARY PUBLIC
My Commission Expires: _____