

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 \$ _____

95 APR - 10 11 53

1095-7232
 03/4/1995

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

WALK-IN Will Pick Up 4-4 11/02

RE: Act-Really Co.

SERVICE	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
C U S- <u>200001448992</u>		
<input type="checkbox"/> Fictitious Name File	<u>04/04/95-04027-032</u>	<u>****122.50 ****122.50</u>
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> 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

RECEIVED

95 APR -4 PM 3:15



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Sandra B. Mortham
Secretary of State

April 4, 1995

CAPITAL CONNECTION, INC.
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ACT REALTY CO.
Ref. Number: W95000007232

We have received your document for ACT REALTY CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 995A00015215

Corrected

ARTICLES OF INCORPORATION
OF
ACT REALTY CO.

FILED
95 APR -6 PM 4:53
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of corporation for profits.

ARTICLE I

The name of the corporation shall be:

ACT REALTY CO.

Its business shall be carried on in the County of Dade, State of Florida and in the United States of America and foreign countries.

ARTICLE II

The general nature of the business or businesses to be transacted by the said corporation shall be:

- a. To conduct, operate, carry on and engage in the real estate brokerage business; including engaging in any and all activities in any way incidental or connected thereto.
- b. To transact the business of real estate agent, or broker and on behalf of others, to buy, sell, deal in, lease, rent and manage real estate and any interest therein.
- c. To purchase and manage houses, home buildings of every kind and character whatsoever.
- d. To subdivide, plat or otherwise improve lands, and real estate, including the locating, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, wells and canals.

e. To manufacture, buy, sell, trade and generally deal in brick, stone, lumber, cement, and any and all materials capable of use in the construction of any kind of building and to generally carry on the business of dealers in new and second hand building materials.

f. To finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this corporation or any other person, firm or corporation.

g. To conduct a general brokerage agency and commission business for others in the purchase, sale, management, improvement, development and construction of land and buildings and the negotiation of loans thereof, to act as trustee in deeds of trust and mortgages on real and personal property or any evidences of value, to secure them and to act as agents for letting houses and lands and the collection of rents and payment of taxes.

h. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invent, trade, deal in with goods, wares, merchandise and real and personal property or every class and description.

i. To acquire and pay for in cash, stocks or bonds of this corporation or otherwise the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, association or corporation.

j. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock or bonds, securities or evidences of indebtedness of or

created by any other corporation or corporations organized under the laws of this State, country, nation or government, or foreign government, and while the owner thereof, to exercise all the rights, powers and privileges or ownership.

k. To issue bonds, debentures, or obligations of this corporation and to secure the same by mortgage, pledge, deed or trust.

l. To purchase, hold, sell and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use could cause any impairments of its capital and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

m. To have one or more offices to carry on all or any of its operations and business and without restrictions, or limit as to the amount, to purchase or otherwise acquire, hold, own mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, districts, territories, or colonies of the United States, or foreign countries.

n. To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, use, pledge, lease, sell, assign or otherwise dispose of, formulas, secret processes, distinctive mark, improvements, processes, trade marks, trade names, copyrights, patents, licenses, concessions and the like, whether used in connection with or secured under letters patent or issued by any country or authority and to issue, exercise, develop and grant

licenses in respect thereof, or otherwise turn the same to account.

o. In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all powers conferred by the laws of Florida upon corporations formed under the Act approved June 1, 1925, and the amendments thereof and supplements thereto and to do any and all of the things hereinfore set for the same extent as natural persons might or could do.

p. To purchase, acquire, apply for, secure, hold or own any and all copyrights, trademarks, trade names, and distinctive marks and to license, lease or authorize the use thereof by other persons, firms or corporations, both domestic and foreign.

q. To engage in the carrying of general business or manufacturing and selling electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, design, maintenance, repair and conversion of electrical and mechanical products, to purchase, lease or otherwise acquire such grounds or buildings as this corporation may need for storage, warehousing, office, factory space, or for any other purposes on its business.

r. To establish, purchase, lease or Lessee, or otherwise acquire, to own, operate, and maintain and to seal, mortgage, lease, lease as Lessor, and otherwise dispose of retail stores or departments therein and to conduct a general merchandising business therein.

ARTICLE III

The maximum number of shares of stock of this corporation shall be ONE HUNDRED (100) shares of stock said shares having a par value of \$1.00 and be fully paid and nonassessable, all of which shall be common stock. Said shares of stocks shall be issued, sold or transferred only in accordance with the By-Laws of the corporation as the corporation may vary from time to time, with a lien at all times reserving in favor of the corporation for any indebtedness which may be due at any time by the holders of same to the corporation and such lien shall be superior to all liens of any character and all assignments and transfers of stock of this corporation shall be subject to.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be One Hundred Dollars (\$100.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial post office address of this corporation in the State of Florida is:

12231 S.W. 112th Street
Miami, FL 33186

ARTICLE VII

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by-Laws adopted by the stockholders up to nine directors but shall never have less than one.

ARTICLE VIII

The name and post office address of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified as follows:

David A. Moliver
13434 S.W. 90th Terrace
Miami, FL 33186

ARTICLE X

Pursuant to Sections 48.091 and 607.164(1h), Florida Statutes, the initial Registered Office and Registered Agent of this corporation shall be David A. Moliver, 13434 S.W. 90th Avenue, Miami, FL 33186.

The Registered Office and Registered Agent may be changed from time to time by filing with the Secretary of State of Florida a certificate designating a new Registered Office and Registered Agent without the necessity of amending these Articles of Incorporation.

Having been named Resident Agent for ACT REALTY CO., I hereby accept to act in this capacity.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 22nd day of February 1995.



David A. Moliver

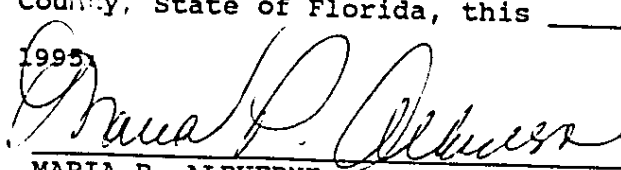
FILED
95 APR -4 PM 1:57
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

STATE OF FLORIDA:

COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared
DAVID A. MOLIVER to me known to be the person described in and who
subscribed the above and foregoing Articles of Incorporation and
who freely and voluntarily acknowledged before me, according to
law, that he made and subscribed the same for the uses and purposes
therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal at Miami, Dade County, State of Florida, this ____
22nd day of February, 1995.


MARIA P. ALBUERNE
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



MARIA P. ALBUERNE
MY COMMISSION # CC 194400 EXPIRES
April 24, 1996
BONDED THRU TROY FAIR INSURANCE