



LEE C. SCHMACHTENBERG  
1533 SUNSET DR., N 201  
MIAMI, FL 33143  
(305) 666-4676  
FL. Bcn No. 175843

FILED  
MAY 10 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL REALTY GROUP (HOLDINGS), INC.**

**I**

**Name and Address of Corporation**

The name of this corporation shall be **INTERNATIONAL REALTY GROUP (HOLDINGS), INC.** The principal place of business and address is 111 Northwest 183rd Street, Miami, Florida 33169.

**II**

**Duration**

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be upon filing these Articles of Incorporation with the Secretary of State, State of Florida.

**III**

**Purpose**

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

**IV**

**Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock with a par value of one dollar (\$1.00) per share.

**V**

**Registered Agent and Office**

The name and office address of this corporation's initial registered agent is Lee C. Schmachtenberg, Esq., 1533 Sunset Drive, Suite 201, Miami, Florida 33143.

**VI**

**Incorporator**

The name and address of the incorporator is Lee C. Schmachtenberg, Esq., 1533 Sunset Drive, Suite 201, Miami, Florida.

49500005232

49500005232

H9 500 0005 232

**VII**  
**Board of Directors**

The corporation shall have a Board of Directors consisting of two people. The number of Directors may be increased or decreased from time to time by resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial members of the Board of Directors of this corporation are: Richard Bradbury, 111 Northwest 183rd Street, Miami, Florida 33169 and Jack Birnholz, 111 Northwest 183rd Street, Miami, Florida 33169.

**VIII**  
**Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**IV**  
**Amendments**

The power to adopt, alter, amend or repeal these Articles of Incorporation and the Bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 10 day of May, 1995.

Lee C. Schmachtenberg  
Lee C. Schmachtenberg, Incorporator

Having been designated as the registered agent in the above and foregoing articles, am familiar with and accept the obligations of the position.

Lee C. Schmachtenberg  
Lee C. Schmachtenberg, Registered Agent

STATE OF FLORIDA )

COUNTY OF DADE ) ss

BEFORE ME, the undersigned authority, personally appeared Lee C. Schmachtenberg who is to me known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator and Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 8<sup>th</sup> day of May, 1995.

My Commission Expires:

Christine LeBlond  
Notary Public, State of Florida

CHRISTINE LEBLOND  
Notary Public, State of Florida  
My commission exp. Jan. 8, 1998  
Commission No. CC 336784

FILED  
95 MAY 10 PM 3:10  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

H9 500 0005 232