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FILED
95 MAY 22 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Carlos E. Ramirez

Enclosed is an original and one (1) copy of the articles of Incorporation and our check
for \$70.00.



Julio E. Molina
8814 Brackenwood Dr.
Orlando, FL 32829
(407)273-6145

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D. BROWN MAY 23 1995

ARTICLES OF INCORPORATION
OF
CARLOS E. RAMIREZ, P.A.

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Articles I

Name, Principal Place of Business, and Duration.

The name of the Corporation is CARLOS E. RAMIREZ, P.A. The principal place of business of the Corporation is 1500 S. Conway Rd., Orlando, Fl. 32812. The duration of the corporation is perpetual.

Articles II

Registered Office and Agent

The address of the registered office in the state of Florida is 1500 S. Conway Rd., Orlando, Fl. 32812. The name of the registered agent at such address is Carlos E. Ramirez.

Articles III

Corporate Purpose, Power and Rights

The general purpose for which this corporation is organized shall be :

1. To engage in every phase and aspect of the business of rendering the same professional services to the public that a Real Estate duly licensed under the laws of the State of Florida is authorized to render only through officers, employees, and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice as a Realtor.
2. To invest the funds of this Corporation in real estate, mortgage, or any other type of investment, and to own real and personal property necessary for the rendering of such professional services.
3. To do anything necessary and proper for the accomplishment or furtherance of any of the purpose or objectives of the Corporation enumerated in these Articles of Incorporation or any amendment, and to do any act necessary or incidental to the protection and benefit of the Corporation; and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purpose or objectives of the Corporation.
4. It is intended that this Corporation is organized for and may conduct and transact any or all lawful business authorized and not prohibited by Chapter 607 or Chapter 621 of the the Florida statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

Articles IV

Board of Directors

1. The total number of shares of capital of capital stock which the corporation has the authority to issue is 10,000 shares of common stock \$1.00 par value per share.
2. Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed to render services as a realtor under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

Articles V

Incorporator

1. The name and mailing address of the incorporator of this corporation is as follows:

Carlos E. Ramirez	1500 S. Conway Rd. Orlando, Fl. 32812
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Articles VI Board of Directors

1. The initial number of director of this corporation shall be one (1).
2. The number of director may be increased or decreased from time to time in accordance with the bylaws of this corporation, but shall never be less than one.
3. The name and street address of the initial member of the Board of director, who shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, is :

Name	Address
Carlos E. Ramirez	1500 s. Conway Rd. Orlando, fl. 32812

Articles VII

Shareholders

Shares of this Corporation's capital stock shall be issued only to individual who are duly licensed to render services as a realtor under the laws of the of State Florida. No shareholder of this

corporation may sell or transfer his shares or stock therein except to another individual who eligible to be shareholder hereunder. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

Articles VIII

Indemnification

The corporation shall indemnify and hold harmless any officer or director to the fullest extent permitted by law.

Articles IX

Records

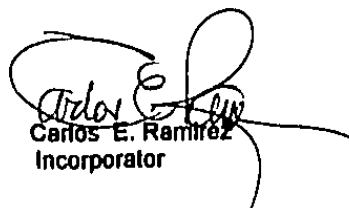
The books of the Corporation may be kept (unless prohibited by law) outside the State of Florida, at such place or places as may be designated from time to time by the Board of Director or in the By-laws of the Corporation.

Articles X

Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these articles of articles of incorporation 12 day of may ,1995.


Carlos E. Ramirez
Incorporator

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICES OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED.**

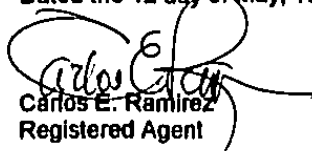
In compliance with sections 48.091 and 607.325, Florida Statutes, the following is submitted :

Carlos E. Ramirez, P.A. (the corporation) desiring to organize as a domestic corporation, or qualify under the laws of the State of Florida, has named and designated Carlos E. Ramirez as its Resident Agent to accept service of process within the State of Florida, with its Registered Office located at: 1500 South Conway Road, Orlando, Florida 32812.

ACKNOWLEDGEMENT

Having been named as Registered agent for the corporation at the place designate in this certificate. I hereby agree to act in this capacity, and I am familiar with and accept the obligation of the Florida Business Corporation Act, as the same may apply to the Corporation. I further agree to comply with the Statutes, as the same may apply to the corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated the 12 day of May, 1995.


Carlos E. Ramirez
Registered Agent