

P95000065104

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. 1-800-347-8062

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 \$ _____

RE Home Plus Corp Inc

Inc

C.C. FEE DISBURSED

☒ Capital Express™
☒ Art. of Inc. File
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)
☐ Art. of Amend. File
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☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
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☐ 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	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME CK No.

BY BAAL

WALK-IN Will Pick Up 5-23 1100

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

ARTICLES OF INCORPORATION

OF

HomePlus Enterprises, Inc.

FILED
STATE
DEPARTMENT OF REVENUE
55 AUG 23 AM 10:30

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby makes, subscribes, acknowledges, and files with the Department of State the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be HomePlus Enterprises, Inc.

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS

The principal place of business or mailing address of this corporation shall be :

17143 S.W. 87 Avenue
Miami, Florida 33157

ARTICLE IV - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to issue is ONE HUNDRED THOUSAND (100,000) shares all of which shall be Common Shares having no par value. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in this corporation herein authorized, whether issued within six months from the date of incorporation or subsequently issued, that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation shall be:

17143 S.W. 87 Avenue
Miami, Florida 33157

and the initial registered agent of this corporation at such office shall be ISAAC B. AJILEYE who, upon accepting this designation agrees to comply with the provisions of Sections 48.091, and 607.0505, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but the number of directors shall never be less than one (1).

The name and street address of the directors constituting the initial Board of Directors of the corporation are:

ISAAC B. AJILEYE
17143 S.W. 87 Avenue
Miami, Florida 33157

OMOTAYO B. AJILEYE
17143 S.W. 87 Avenue
Miami, Florida 33157

The members of the initial Board of Directors shall hold office for the first year of the corporation's existence or until their successors are elected or appointed and qualified.

ARTICLE IX - OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors are elected, are:

President/Treasurer: OMOTAYO B. AJILEYE
17143 S.W. 87 Avenue
Miami, Florida 33157

Vice-President/Secretary: ISAAC B. AJILEYE
17143 S.W. 87 Avenue
Miami, Florida 33157

ARTICLE X - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation are :

ISAAC B. AJILEYE
17143 S.W. 87 Avenue
Miami, Florida 33157

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify its directors, officers, and agents to the fullest extent permitted by law.

ARTICLE XII - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner now or hereafter prescribed by the laws of the State of Florida and all rights herein conferred upon the shareholders are subject to this reservation.

THE UNDERIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES
OF INCORPORATION THIS 22nd day of August, 1995. 14:30

ISAAC B. AJILEYE
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

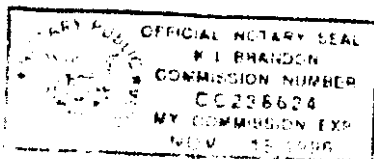
BEFORE ME, the undersigned authority, personally appeared
ISAAC B. AJILEYE, who is personally known to me, and he
acknowledged to and before me that he executed the foregoing
Articles of Incorporation, and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
22nd day of August, 1995.

Notary Public, State of Florida

Printed Name: _____

My Commission expires: _____



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR HomePlus Enterprises, Inc., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY. AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

ISAAC B. AJILEYE
Registered Agent
August 22nd, 1995