

P 950000 66135

August 23, 1995

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

ENCLOSURE
-001/25/95--011174--0114
*****70.00 *****70.00

Dear Sirs:

Please accept this Articles of Incorporation and \$70.00 for the related fee.

Thank You

AMISTAD ACCOUNTING SERV. INC.
P.O. BOX 15935
PLANTATION, FL 33318-5935

FILED
1995 AUG 25 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY AUG 28 1995

Mr. Pestano
AUTHORIZATION TO SIGN
CORRECT P.O.
DATE 8-28-95
COD. 76

ARTICLES OF INCORPORATION
OF
CRUZAREZ, INC.

The undersigned incorporator, for the purpose of becoming a Corporation under the General Corporation Laws of the State of Florida, providing for the formation, liabilities, rights privileges and immunities of a corporation for profit, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation hereby formed under these Articles shall hence, and from this day, subject to the approval of the Secretary of State, State of Florida, be known as CRUZAREZ, INC. The principal place of business of this corporation shall be 7401 NW 11th Court, Plantation, Florida 33313.

ARTICLE II - OBJECTIVE

CRUZAREZ, INC. shall have as its principal business objective the operation of a primarily real estate investment corporation in full and complete compliance with the Laws of the State of Florida and to conduct all business purposes set forth by said statutes. However, said corporation may engage in any and all types of associated or relative businesses and may pursue any and all business objectives in accordance with the Laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The total amount of capital stock authorized by this Corporation herein known as CRUZAREZ, INC. shall be 100 shares of par value stock. Each share of stock shall have a Five (\$5.00) Dollar par value, and all of the shares enumerated herein shall be preferred stock to have one (1) vote per share held, wherein the total voting stock would be 100 shares constituting 100 votes.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL BOARD OF DIRECTORS AND OFFICERS

There shall be not less than One (1) director but not more than Seven (7) at all times who shall constitute the Board of directors of said Corporation. (At this time no directors have been named.)

The following name persons constitute the first officers of CRUZAREZ, INC. (At this time no officers have been elected.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - REGISTERED AGENT

PRINCIPAL OFFICE

The following named person is herein designated Resident Agent for Service of Process and by executing these Articles of Incorporation does herein accept said designation, and his residence is set forth as follows: 7401 NW 11th Pl., Plantation, Florida 33313. The name of the initial registered agent is Antolin Pestano.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - SUBSCRIBER

The following named persons and their addresses herein appear as subscribers to these Articles of Incorporation: ANTOLIN PESTANO, 7401 NW 11th Pl., PLANTATION, FLORIDA 33313.

IN WITNESS WHEREOF the subscriber has hereunto set her hand and seal this
14th day of August, 1995



ANTOLIN PESTANO, Incorporator

STATE OF FLORIDA)

) ss

COUNTY OF BROWARD)

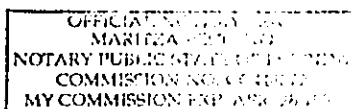
I HEREBY CERTIFY that the foregoing instrument was acknowledged before me, an officer duly authorized to administer oaths and take acknowledgments, by Antolin Pestano, personally known to me and who did take an oath.

WITNESS my hand and seal this 19th day of August, 1995, at Ft Lauderdale, Broward County, Florida.



Notary Public

My Commission expires.



CERTIFICATE DESIGNATING FOR CHANGING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
AGENTS UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607 of Florida Statutes, the following is submitted, in compliance with said Act:

First: That Cruzar, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Plantation, County of Broward, State of Florida has named Antolin Pestano located at 7401 NW 11th Court, Plantation Florida 33313, County of Broward, State of Florida, as its Agent to accept Service of Process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act as pursuant to the provisions of Sections 607.0502 and 607.1508 or 617.1508 and 617.1508, Florida Statutes and as authorized by the board of directors, relative to keeping open said office.



Registered Agent
Antolin Pestano

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000066135

UNTERMOUNTAIN 13-15-1996
+00/00/00+01001+0002
****215.00 ****215.00

June 3, 1996

REPLACEMENT FEE 1996

ANNUAL REPORT: CRUZAREZ, INC.

DEBIT MEMO: # 63296-D

CHECK #: 0190