

P96000008382

MONICA L. ABREU  
20200 S.W. 49th Court  
Ft. Lauderdale, Florida 33332  
Tele. (305) 434-7772

January 22, 1996

Office of Secretary of State  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
96 JAN 23 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RE: M & M Paso Fino Ranch, Inc.

Dear Sirs:

Enclosed you will find my check in the amount of \$122.50 representing the applicable fees for the above referenced corporation.

Please return a stamped filed original to me in the enclosed, self-addressed, postage paid envelope.

If you have any questions, please feel free to call me at my office (407) 750-0449.

Sincerely,

  
Monica L. Abreu

MLA:ss

Enclosures

VIA FEDERAL EXPRESS

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ARTICLES OF INCORPORATION  
OF  
M & M PASO FINO RANCH, INC.

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ARTICLE I - NAME

The name of the corporation is M & M Paso Fino Ranch,  
Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of  
transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation  
shall have authority to issue is Five Hundred (500) shares of  
common stock, all of which are to have a par value of Ten Cents  
(\$ .10).

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any unissued  
or treasury shares of this corporation of the same kind, class or  
series as that which he already holds, shall have the right to  
purchase his prorata share thereof (as nearly as may be done  
without issuance of fractional shares) at the price at which it is  
offered to others.

**ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

20200 S.W. 49th Court  
Ft. Lauderdale, Florida 33332

and the name and address of the initial registered agent of this corporation is:

<u>Name</u>	<u>Address</u>
Monica L. Abreu	20200 S.W. 49th Court Ft. Lauderdale, Florida 33332

**ARTICLE VI - COMMENCEMENT**

The corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

**ARTICLE VII - INITIAL  
BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of this corporation, but shall never be less than one. The name and address of the member of the initial Board of Directors of this corporation is:

Name

Address

Monica L. Abreu

20200 S.W. 49th Court  
Ft. Lauderdale, Florida 33332

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Monica L. Abreu

20200 S.W. 49th Court  
Ft. Lauderdale, Florida 33332

**ARTICLE IX - BY-LAWS**

The power to alter, amend or repeal By-Laws shall be vested in each of the Board of Directors and the shareholders of this corporation.

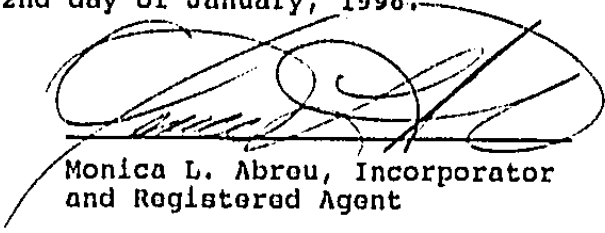
**ARTICLE X - INDEMNIFICATION**

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

**ARTICLE XI - AMENDMENT**

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

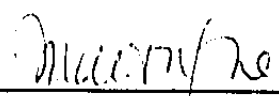
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of January, 1996.

  
Monica L. Abreu, Incorporator  
and Registered Agent

STATE OF FLORIDA     )  
                              )SS:  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Monica L. Abreu, who is personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation as Incorporator and Registered Agent thereof, and she acknowledged before me that she executed these Articles of Incorporation and she did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of January, 1996.

  
Notary Public, State of Florida  
My commission expires:

(SEAL)



MARTIN J. ABEL  
Commission #CC348548  
Expires Feb 15, 1998  
Bonded Through  
Alan Insurance Services

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--M & M Paso Fino Ranch, Inc., desiring to organize  
under the laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation, at the City of Ft.  
Lauderdale, State of Florida, County of Broward, has named Monica L.  
Abreu at 20200 S.W. 49th Court, Ft. Lauderdale, Florida 33332, which  
is the same address as the principal address of the Corporation, as  
its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process of the above  
Corporation, at the place designated in this Certificate, I hereby am  
familiar with and accept the duties and responsibilities-as-registered  
agent for said corporation.

By: 

Monica L. Abreu  
Registered Agent

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