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(((H96000005502)))  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: COMMERCIAL PROPERTY MANAGEMENT INVESTMENT REAL ESTAT  
FAX AUDIT NUMBER: H96000005502  
DATE REQUESTED: 04/18/1998  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$122.50  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 13:36:06  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450003255

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ARTICLES OF INCORPORATION  
OF  
COMMERCIAL PROPERTY MANAGEMENT INVESTMENT REAL ESTATE, INC.

The undersigned subscriber(s) of these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: COMMERCIAL PROPERTY MANAGEMENT INVESTMENT REAL ESTATE, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business and the objects and purposes to be transcribed and carried on are as follows: property and investment portfolio management and sales, and in general to carry on any other legal business whatsoever which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties, and, further to borrow or raise money for any purposes to mortgage all or any party of the property corporeal or incorporeal rights or franchise of this company now owned or hereafter acquired and to create, issue, draw, accept and negotiate bonds, mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III - GENERAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares at \$1.00 par value.

Prepared by:  
Irving J. Gonzalez, Esq.  
Leslie Alan Rosenzweig, P.A.  
1 Southeast 3rd Avenue, Suite 960  
Miami, Florida 33131  
(305) 378-6100  
Fla. Bar No. 806910

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ARTICLE IV - AMOUNT OF INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$ 100.00 dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - CORPORATION'S ADDRESS

The initial address of the principal office of this corporation in the State of Florida shall be 18500 NE 5th Avenue, North Miami Beach, Florida 33179.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish subsidiaries in any place within and without the United States.

ARTICLE VII - NUMBER OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders but shall never be less than one (1).

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The name and post office address of the first Board of Directors who subject to the provisions of the certificate of incorporation, By-Laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporations existence or until their successors are elected and have qualified. The Director will be the following:

ERIC DRAUDT--President  
18500 NE 5th Avenue  
North Miami Beach, Florida 33179

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MARGARET DRAUDT--Vice President  
10500 NE 5th Avenue  
North Miami Beach, Florida 33179

ARTICLE IX - SUBSCRIBER

The name and post office address of the subscriber of those Articles of Incorporation is, IRVING J. GONZALEZ, 1 Southeast 3rd Avenue, Suite 960, Miami, Florida 33131.

ARTICLE X - AMENDMENT

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

ARTICLE XI - DESIGNATION OF REGISTERED AGENT

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The following person, IRVING J. GONZALEZ, is hereby named as Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida whose address is 1 Southeast 3rd Avenue, Suite 960, Miami, Florida 33131.

I hereby accept my appointment as Registered Agent.

  
IRVING J. GONZALEZ  
REGISTERED AGENT

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ARTICLE XII

The undersigned being all the original subscriber(s) to the capital stock hereinabove named for the purposes of forming a corporation for profit to do business both within and outside the State of Florida, does hereby make, subscribe, acknowledge and file this certificate hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares of stock hereinabove set forth as to each of us and accordingly have hereunto set my hand and seal this 15<sup>th</sup> day of April, 1996.

  
IRVING L. GONZALEZ, ESQ.

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