

P96000047144

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. 1-800-342-8062
FAX (904) 222-1222

No 52602

RE: Seven Suns, Inc.

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 \$ _____

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U B.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____		
pgs.		

SUBTOTALS

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

RECEIVED
JUN -1 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/4/96		
TIME	9:30		CK No. _____
BY	CD		

WALK-IN
Will Pick Up _____

B. REGISTER JUN 4 1996

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

Seven Suns, Inc.

FILED
96 JUN -4 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Seven Suns, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 11422 S.W. 3rd St., Miami, FL 33174.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is JOSEPH H. GANGUZZA, ESQUIRE, HYMAN & KAPLAN, P.A., 44 WEST Flagler Street., Suite 1400, Miami, Florida 33130.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

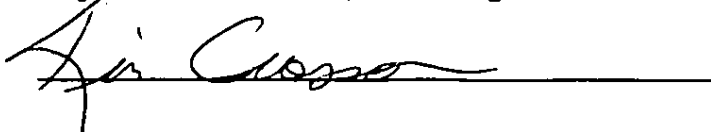
ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Luis Mendez, President/Director
Stavroula Mendez, Secretary/Director
11422 S.W. 3rd St., Miami, FL 33174.

The undersigned has executed these Articles of Incorporation this 4th day of June 1996.

"Capital Connection, Inc. by Kim Crosson, Office Manager"

A handwritten signature in cursive script, appearing to read "Kim Crosson", is written over a horizontal line.

P96000047144

LAW OFFICES

HYMAN & KAPLAN

PROFESSIONAL ASSOCIATION

14TH FLOOR COURTHOUSE TOWER

44 WEST FLAGLER STREET

MIAMI, FLORIDA 33130

MICHAEL L. HYMAN
ANDREW D. KAPLAN
JOSEPH H. GANGUZZA
ANDREW R. SPECTOR^{1,4}

STEVEN A. FEIN¹
EDOARDO MELONI
GARY M. MARR
ALIK WEINBERG WOLF
MARC A. RUBIN
FRANCISCO J. ESCALANTE

¹ ALSO MEMBER OF THE NEW YORK BAR
⁴ ALSO MEMBER OF THE TEXAS BAR

DADE (305) 371-4244
BROWARD (954) 763-8908
TOLL FREE (1800) 443-1338
FAX (305) 371-5930

July 10, 1996

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

300001894343
-07/16/96--01065--007
*****87.50 *****87.50

**RE: GMAC LOAN TO SEVEN SUNS
FILING OF AMENDMENT TO ARTICLES OF INCORPORATION
OUR FILE NO.: 96-746**

To whom it may concern:

Please find enclosed herewith Articles of Amendment to Articles of Incorporation of Seven Suns, Inc. submitted for filing along with a check made payable to the Florida Department of State in the amount of \$87.50. Please have said documents filed accordingly and return the certified copies in the self-addressed stamped envelope also provided herewith.

Should you have any questions or need additional information regarding this matter, please do not hesitate to contact the undersigned.

Very truly yours,

HYMAN & KAPLAN, P.A.

MARLEN RODRIGUEZ,
Legal Assistant

/mr
Enclosures

FILED
96 JUL 15 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 7/18
Anew!

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SEVEN SONS, INC.

(present name)

FILED
55 JUL 15 PM 12:54
FBI - MEMPHIS

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

AMENDMENT TO ARTICLES OF INCORPORATION
(SEE ATTACHED EXHIBIT "A")

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 30, 1996.

FOURTH: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

(continued)

Article VII: Purposes

The purpose for which the corporation is formed and the business to be carried on and the objectives to be to be effected by it are:

Section 1. (a) To create a private corporation to construct or to acquire a housing project or projects, and to operate the same; (b) to enable the financing of the construction or acquisition of such rental housing with the assistance of mortgage insurance under the National Housing Act; (c) to enter into, perform, and carry out contracts of any kind necessary to, or in connection with, or incidental to, the accomplishment of the purposes of the corporation, including expressly, any contract or contracts with the Secretary of Housing and Urban Development which may be desirable or necessary to comply with the requirements of the National Housing Act, as amended, and the Regulations of the Secretary thereunder, relating to the regulation or restriction of mortgagors as to rents, sales, charges, capital structure, rate of return and methods of operation; (d) to acquire any property, real or personal, in fee or under lease, or any rights therein or appurtenant thereto, necessary for the construction and operation of such project; and (e) to borrow money, and to issue evidence of indebtedness, and to secure the same by mortgage, deed of trust, pledge, or other lien, in furtherance of any or all of the objectives of its business in connection with said project.

Article VIII: Powers

Section 1. The corporation shall have the power to do and perform all things whatsoever set out in Section 1 of Article VII, Purposes above, and necessary or incidental to the accomplishment of said purposes.

Section 2. The corporation, specifically and particularly, shall have the power and authority to enter into a Regulatory Agreement setting out the requirements of the Secretary of Housing and Urban Development.

Article IX: Existence

This Corporation shall have perpetual existence.

Certified True 3rd day of July, 1946

by Lawrence M. Friedman
Statistical Director, Secretary

Signed this 30th day of June, 19, 96

SEVEN SUNS, INC.

(Corporation Name)

By 

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

LUIS MENDEZ

(Typed or printed name)

PRESIDENT

(Title)