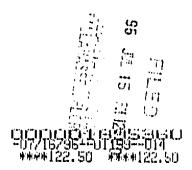
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TRANSMITTAL LETTER

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



SUBJECT:	COM-PRO	REALTY, INC.	
	(Proposed corporate name - must include suffix)		

or : \$70.00 Filling Fac	\$78.75 Filing Fee & Cordficate	\$122.50 \$131.25 Filing Fee Filing Fee, & Certified Copy Certified Copy & Cordicate Additional Copy Required
FROM:		ERT C. COOPER (printed or typed)
	85=	2 NW 15 CT. Address
	PEM	BROKE PINES FL 33024
	(954	1) 431-6673

NOTE: Please provide the original and one copy of the articles.

Mr. 7-17-96

ARTICLES OF INCORPORATION

OF

COM-PRO REALTY, INC.

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

ARTICLE 1

The name of the corporation shall be:

COM-PRO REALTY, INC.

ARTICLE II

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

8521 NW 15th Court

Pembroke Pines, FL 33024

Other offices for the transaction of business may be located wherever the Incorporator may deem necessary or expedient.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be one hundred (100) shares of common stock, having a no par value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in other assets transferred to the corporation, at a true valuation as of the time of the exchange for stock.

ARTICLE IV

The name of the sole shareholder of the company and the number of shares of stock which he has taken, are as follows:

NAME

ADDRESS

NO, OF SHARES

ROBERT C. COOPER

8521 NW 15th Court Pembroke Pines, FL 33024 100

ARTICLE V

The name and address of the initial registered agent and its registered office shall be

ROBERT C. COOPER 8521 NW 15th Court Pembroke Pines, FL 33024

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation is:

ROBERT C. COOPER 8521 NW 15th Court Pembroke Pines, FL 33024

ARTICLE VII

This corporation shall have perpetual existence and may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

- a) The general nature of the business to be transacted by this corporation shall be real estate sales, property management and/or business transactions.
- b) To purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in real estate sales and management.

- c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real property in the State of Florida, and in all other States, districts, territories, countries, or colonies that licenses of the officer of this company would permit.
- d) In general, to earry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any or all things hereinabove set forth to the same extent as natural persons might or could do, subject only to the limitations of law.

ARTICLE VIII

The private property of the stockholder, officer and/or director shall not be subject to the payment of the obligations of the corporation to any extent.

The undersigned incorporator has executed these Articles of Incorporation this 11th day of July, 1996.

Robert C. Cooper

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	COM-PRO REALTY, INC.
2. The name and address of the register	red agent and office is:
ROE	BERT C. COOPER (NAME)
	I NW 15th Court r Mail Drop Box NOT ACCEPTABLE)
Pom	(Crity/State/Zip)
agent and agree to act in this capacity, relating to the proper and complete performance.	this certificate, I hereby accept the appointment as registered I further agree to comply with the provisions of all statutes ormance of my duties, and I am tamiliar with and accept the
bligations of my position as registered [Likely : Lownse (SIGNATURE)	agent.