

JUL-22-96 MON 7:42 AM

TELEPHONE 960000010097
9:18 AM PUBLIC ACCESS SYSTEM ((H96000010097)) ELECTRONIC FILING COVER
SHEET TO: DIVISION OF CORPORATIONS FROM: FILING, INC. DEPARTMENT OF
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H96000010097))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BETTER HOMES INVESTMENTS LIMITED, INC. FAX AUDIT NUMBER: H96000010097
CURRENT STATUS: REQUESTED DATE REQUESTED: 07/22/1996 TIME REQUESTED:
09:17:52 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover
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type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000010097))) ** ENTER 'M' FOR MENU. **

Head for pick up

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96 JUL 22 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUL 22 AM 9:54
DIVISION OF CORPORATIONS

96-22-96

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ARTICLES OF INCORPORATION
OF

BETTER HOMES INVESTMENTS LIMITED, INC.

THE UNDERSIGNED, Stuart A. Lipson, Esq. executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND MAILING ADDRESS

a. The name of this corporation shall be: BETTER HOMES INVESTMENTS LIMITED, INC.

b. The mailing address of this corporation shall be at:

c/o 28 W. Flagler St., Suite 202
Miami, FL 33130

c. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE II - EXISTENCE

This corporation shall commence existence upon:

The filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful business under the laws of the United States and of the State of Florida.

Stuart A. Lipson, Esq.
Fla. Bar No. 885770
28 W. Flagler St. #202
Miami, FL 33130
(305) 377-1464

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ARTICLE IV - CAPITAL STOCK

a. The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000,000 shares, having an individual par value of \$.01 per share.

b. The capital stock may be paid for in property, labor, services or cash.

c. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than \$1,000.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Registered Office: 28 W. Flagler Street #202
Miami, FL 33130

Registered Agent: Stuart A. Lipson, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member(s). The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The names and address of the directors constituting the initial Board of Directors is/are:

NAME: Bruno Flatscher

ADDRESS: c/o 28 W. Flagler Street #202
Miami, FL 33130

ARTICLE VIII - INCORPORATOR

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

NAME: Stuart A. Lipson, Esq.
ADDRESS: 28 W. Flagler Street, #202
Miami, FL 33130

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ARTICLE IX - INDemnIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent of the law now or hereafter permitted.

IN WITNESS WHEREOF, the undersigned, incorporator has executed these Articles of Incorporation this 11th day of July, 1996.

Stuart A. Lipson, Esq.,
Incorporator

STATE OF FLORIDA

55:

COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Stuart A. Lipson, Esq., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation; and

THE FOREGOING INSTRUMENT was acknowledged before me this 19th day of July, 1996, by Stuart A. Lipson, Esq. who is personally known to me or who has produced _____ as identification and who did take an oath.

Notice Public, State of Florida

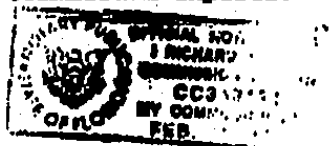
NOTES

ADDRESS

SUITE

Commission No.

My commission expires:



44-0000-10097

JUL-22-96 MON 7:50 AM

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FILED

26 JUL 22 PM 2:56

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

First, that BETTER HOMES INVESTMENTS LIMITED, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Miami, Dade County, State of Florida, has named Stuart A. Lipson, Esq., located at 26 W. Flagler Street, #202, Miami, FL 33130 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service 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 provisions of said Act relative to keeping open said office.

Stuart A. Lipson
Stuart A. Lipson, Esq.,
Registered Agent

THE FOREGOING INSTRUMENT was acknowledged before me this 22nd day of July, 1996, by Stuart A. Lipson, Esq. who is personally known to me or who has produced _____ as identification and who did take an oath

[Signature]
Notary Public, State of Florida
NAME:
ADDRESS
SUITE
Commission No.:
My commission expires:



1960000/0097

STUART A. LIPSON
ATTORNEY AND COUNSELLOR AT LAW

MINATOR BUILDING
SUITE 404
13899 BISCAYNE BOULEVARD
MIAMI, FLORIDA 33181



JURISCONSULT

TEL: (305) 947-9000
FAX: (305) 948-9077

P9600006118

December 23, 1996

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

Re: Change of Address
BETTER HOMES INVESTMENTS LIMITED, INC.

Dear Sir or Madam:

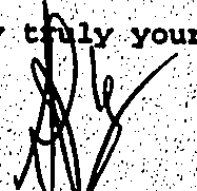
Please be advised that the address of the above-referenced corporation and that of the registered agent, Stuart A. Lipson, Esq. has been changed. The new address is:

13899 Biscayne Blvd., Suite 404
Miami, FL 33180

Please make the necessary changes to your records. If possible make the changes prior to the end of the year in order for the changes to be reflected on the annual reports.

Please do not hesitate to contact the undersigned if any questions arise.

Very truly yours,


By: Stuart A. Lipson, Esquire
For the Firm

cc: BETTER HOMES INVESTMENTS LIMITED, INC.
(w/o encl.)

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96 DEC 27 AM 9:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TLA DEC 27 1996