

P96000061815

FILED
96 JUL 24 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 17, 1996

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

Signature	
JORGE E. HERNANDEZ ESQ.	
Address	
321 GRANELLO AVE	
CORAL GABLES, FL	
UNITED STATES	
Zip code (required)	Phone/Fax/Telex
33146	305-461-4561

RE: AMERICA REAL ESTATE COMPANY

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, along with our check in the amount of One Hundred Twenty Three Dollars (\$123.00).

Please place these documents in line for processing and forward a certified copy of said Articles of Incorporation to the above address upon completion of processing. Thank you very much.

Sincerely,


Jorge E. Hernandez, Esq.
JEH:nr

Enclosures

300001904753
-07/25/96--01093--023
****123.00 ****123.00

308,502,671
1096-15069

RECORDED
96 JUL 18 AM 10:14
DIVISION OF CORPORATION

D. BROWN JUL 24 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 18, 1996

JORGE E. HERNANDEZ, ESQ.
L'CONCIERGE ENTERPRISES, INC.
311 GRANELLO AVENUE
CORAL GABLES, FL 33146

SUBJECT: AMERICA REAL ESTATE COMPANY
Ref. Number: W96000015069

We have received your document for AMERICA REAL ESTATE COMPANY and check(s) totaling \$123.00. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 296A00034923

*Understand American
but I want America*

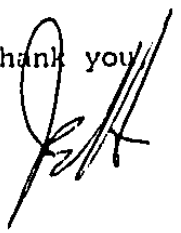
23 July 1996

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

RE: W96000015069

Please be advised that we are aware that there exists an American Real Estate Company, however, we wish to have the name America Real Estate Company assigned to us.

Thank you



RECORDED
96 JUL 24 PM 9 52
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
AMERICA REAL ESTATE COMPANY

FILED
96 JUL 26 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. **NAME.** The name of the Corporation is:
AMERICA REAL ESTATE COMPANY
2. **DURATION.** The period of its duration is perpetual.
3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK.** The corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock, all of one class, at NO Par Value.
5. **PRINCIPAL OFFICE.** The address of the principal office of the corporation is as follows:
321 Granello Avenue
Coral Gables, Florida 33146
6. **INITIAL REGISTERED AGENT.** The name and address of the initial registered agent of the corporation is as follows:
Jorge E. Hernandez, Esq.
311 Granello Avenue
Coral Gables, FL 33146
7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have TWO (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial directors of the corporation is:

Enrique P. Suarez

321 Granello Avenue
Coral Gables, Florida 33146

Rafaela Rivero

330 Greco Avenue
Coral Gables, Florida 33146

8. **AMENDMENT OF ARTICLES.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. **INDEMNIFICATION.** To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. **INCORPORATOR.** The name and address of the incorporator is:

Jorge E. Hernandez

311 Granello Avenue
Coral Gables, Florida 33146

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17 day of July, 1996.


INCORPORATOR,
Jorge E. Hernandez, trustee

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, Jorge E. Hernandez, who has produced Personally known identification and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 17 day of July, 1996.

MY COMMISSION EXPIRES:


NOTARY PUBLIC, State of Florida

PILAR BERMEJO



OFFICIAL SEAL
Nora Del Pilar Bermejo
My Commission Expires
March 18, 1997
Comm. No. CC 268751

**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

In pursuance of Chapter 607.325 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that, AMERICA REAL ESTATE COMPANY the undersigned corporation organized to do business under the laws of this State, has appointed JORGE E. HERNANDEZ, ESQUIRE, as its agent to accept service of process within this State at the following address:

JORGE E. HERNANDEZ, Esquire
311 Granello Avenue
Coral Gables, Florida 33146

Having been named to accept service of process for the above stated corporation, we hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Jorge E. Hernandez, Esquire

Date: 17 July 1996

FILED
96 JUL 24 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA