

OCT-22-1996

EMPIRE CORPORATE KIT

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FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: REAL ESTATE VENTURE, INC.

AUDIT NUMBER.....H96000014545

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 16, 1996

EMPIRE COPORATE KIT COMPANY

MIAMI, FL

SUBJECT: REAL ESTATE VENTURE, INC.
REF: W96000021903

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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.

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

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000014545
Letter Number: 696A00047475

ARTICLES OF INCORPORATION**OF****EXECUTIVE ESTATE VENTURE, INC.**

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is **EXECUTIVE ESTATE VENTURE, INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is **40 N. W. 44th STREET, MIAMI, FL 33127.**

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue 100,000 shares of common stock with a par value of \$1.00. All stock shall be of one class. The Board of Directors may authorize the

ARTICLES1996ARTLUREALVENT

Bar # 0797022
STANLEY B. LEWIS, ESQ.
TOOLS FOR CHANGE
6255 N.W. 7th Avenue
Miami, FL 33150
(305) 751-8934

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issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 40 N. W. 44th STREET, MIAMI, FL 33127 and the registered agent at that office is WILLIAM WYCHE.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have TWO (2) director(s) constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The Initial Board of Directors of the Corporation shall be comprised of:

**RONNIE WYCHE
40 N. W. 44th STREET
MIAMI, FL 33127**

**WILLIAM P. WYCHE
40 N. W. 44th STREET
MIAMI, FL 33127**

ARTICLE IX: INCORPORATOR(S)

The incorporator(s) of the Corporation is (are) as follows:

RONNIE WYCHE
40 N. W. 44th STREET
MIAMI, FL 33127

IN WITNESS WHEREOF, I, **RONNIE WYCHE**, the undersigned incorporator(s),
have signed these Articles of Incorporation on this 15th day of October, 1996, and
acknowledged the same to be my (our) act.

Ronnie Wyche

RONNIE WYCHE

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of October,
1996 by **RONNIE WYCHE**, who personally appeared before me at the time of
notarization, and who is personally known to me or who produced a FLORIDA
IDENTIFICATION CARD as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: STANLEY B. LEWIS
STATE OF FLORIDA AT LARGE



STANLEY B. LEWIS
My Commission 00407757
Expires Sep. 18, 1998
Bonded by HAI
800-422-1586

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes,
the following is submitted, in compliance with said Acts:

First--That EXECUTIVE ESTATE VENTURE, INC., desiring to organize under the laws of the
the State of Florida with its principal office, as indicated in the Articles of Incorporation at
City of MIAMI, County of Dade, State of Florida, has named RONNIE WYCHE, at 40 N
W. 44th STREET, in the City of MIAMI, County of DADE, State of Florida, as its agent to
accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relating to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: Ronnie Wyche
RONNIE WYCHE

DATE: Oct. 15, 1996

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BAR # 0797022
STANLEY B. LEWIS, ESQ.
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6255 N.W. 7th Avenue
Miami, Florida 33150

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