

W. RODGERS MOORE, P.A.  
ATTORNEY AT LAW

4800 N. FEDERAL HIGHWAY  
SUITE 210-A  
BOCA RATON, FLORIDA 33431

(561) 394-7910  
FAX TELECOPIER  
(561) 393-6541

MAILING ADDRESS:  
P.O. Box 7073  
BOCA RATON, FLORIDA 33431

DIRECT DIAL:  
(561) 394-7944

October 29, 1996

Secretary of State  
409 E. Gaines St.  
Tallahassee, Florida 32314  
Attn: Filing Dept.

500001994315--3  
11/01/96 12:50 01082--005  
\*\*\*122.50 \*\*\*122.50

Re: SIRS Realty, Inc.

Gentlemen:

Enclosed and filed herewith are the original and one copy of the Articles of Incorporation for the above captioned company.

Please acknowledge receipt on the enclosed copy and return it to me in the enclosed self-addressed, pre-paid envelope provided, together with the notice of document number.

Also enclosed is company check number 054434 in the amount of \$122.50 as the required fee for filing and certification.

Very truly yours,

W. RODGERS MOORE, P.A.

By:

  
W. Rodgers Moore, Esquire

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV - 1 PM 12:50

WRM/dmc  
Enclosures

D. BROWN NOV - 5 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV -1 PM 12:21

## ARTICLES OF INCORPORATION

OF

SIRS REALTY, INC.

### ARTICLE I NAME

The name of this corporation is: SIRS Realty, Inc.

The principal address is: 1100 Holland Drive, Boca Raton, Fl. 33427.

### ARTICLE II PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

### ARTICLE III CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, par value shall be \$0.001 per share.

The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of this corporation is 4800 N. Federal Highway, Suite 200-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is: W. Rodgers Moore. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

W. Rodgers Moore      7623 Sierra Terrace  
Boca Raton, Florida 33433

**ARTICLE VII**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

ARTICLE VIII  
CLASS VOTE

Any merger, reorganization, consolidation, recapitalization or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

ARTICLE IX  
INCORPORATOR

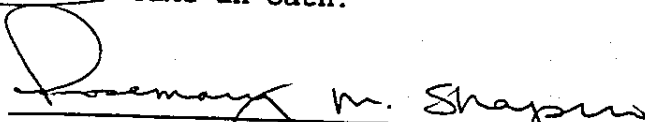
The name and street address of the person signing these Articles is W. Rodgers Moore, 4800 N. Federal Highway, Suite 210-A Boca Raton, Florida 33432.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation as of this 25<sup>th</sup> day of October, 1996.

  
Subscriber and Registered Agent

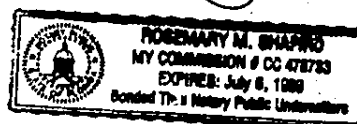
STATE OF FLORIDA       )  
                                  ) SS.  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of October, 1996 by W. Rodgers Moore, who is personally known to me or who has produced his Driver's License as identification and who did ~~(did not)~~ take an oath.

  
Notary Public

Rosemary M. Shapiro  
(Print Name)

My Commission Expires:



### Acceptance of Registered Agent

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 of the Florida Statutes.

  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV -1 PM 12:21

STATE OF FLORIDA

COUNTY OF PALM BEACH

)  
) SS  
)

Before me, the undersigned authority, duly authorized to administer oaths and acknowledgements appeared W. Rodgers Moore who is personally known to me or who has produced his driver's license as identification and did (did not) take an oath.

Witnessed my hand and seal this 25<sup>th</sup> day of October, 1996.

  
NOTARY PUBLIC

Rosemary M. Shapiro  
Print Name

My Commission Expires:

