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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: MADEIRA TITLE, INC.

AUDIT NUMBER.....H97000004445

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

CERT. OF STATUS...0

PAGES..... 8

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ARTICLE OF INCORPORATION
OF
MADEIRA TITLE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. - NAME

The name under which this corporation will conduct its business and be known and recognized is:

MADEIRA TITLE, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation will be:

Real Estate closing

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCKS

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are sixty (60) shares no par value

Carlos A. Santos, II
7301 West Flagler St.
Miami, Fla. 33145
(305) 269-8288
Fla. Bar 249009

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ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect take place.

ARTICLE V - ADDRESS

The initial place of business address of this corporation in the state of Florida is

7301 West Flagler St., Miami, Fla. 33144

The registered office address of this Corporation in the state of Florida is

7301 West Flagler St., Miami, Fla. 33144

Its registered agent:

Carlos A. Santos, II

The Board of Directors may from time to time move the principal to any other address in Florida.

ARTICLE VI - SHAREHOLDERS

Shareholders meeting will take place once a year or without the geographical boundaries of the State of Florida. A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in not even shall a quorum consist of less than one third of the shares entitled to vote at the meeting. Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the Board of Directors.

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corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transactions, with the like force and effect as if he were not such director or officer of such other corporation or not so interested

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME	SHARES	ADDRESS
CARLOS A. SANTOS	30	7301 WEST FLAGLER ST. MIAMI, FL 33144
NANCY V. DIAZ	30	7301 WEST FLAGLER ST. MIAMI, FL. 33144

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ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these articles of Incorporation is:

NAME	ADDRESS
CARLOS A. SANTOS II	7301 WEST FLAGLER ST. MIAMI, FL
NANCY V. DIAZ	7301 WEST FLAGLER ST. MIAMI, FL 33144

ARTICLE - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in its original articles at the time of the amendment.

A charter amendment required the affirmative vote of the holders of majority of the shares entitled to vote thereon. Restate articles of Incorporation may be adopted.

IN WITNESS WHEREOF, the parties to these article of incorporation have hereunto set their hands and seals this 26th day of FEBRUARY 1997.

 (SEAL)
Nancy V. DIAZ

 (SEAL)
CARLOS A. SANTOS II

----- (SEAL)

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STATE OF FLORIDA

COUNTY OF DADE


I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments personally appeared
Nancy V. DIAZ AND CARLOS A. SANTOS II
me known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation.

IN WITNESS THEREOF I set my hand and official seal in the County and State named above this 26th day of FEBRUARY 1997.

My Commission Expires



GLADYS BULNES
COMMISSION # CC421274
EXPIRES FEB 13, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC



Notary Public

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

In pursuant to Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

FIRST MADEIRA TITLE, Inc. desiring to organize under the laws of the State of Florida with its principal office address, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE State Florida has named Carlos A. Santos II located at 7301 West Flagler St. Miami, Dade County, Florida as its agent to accept services of Process within the State.

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ACKNOWLEDGMENT,

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


Resident Agent

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TALLAHASSEE, FLORIDA

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