



THE UNITED STATES
CORPORATION
COMPANY

P97000035518

ACCOUNT NO. : 072100000032

REFERENCE : 337132 82767A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 21, 1997

ORDER TIME : 9:13 AM

ORDER NO. : 337132-005

CUSTOMER NO: 82767A

CUSTOMER: Ms. Fredda Fierro
PAUL M. BLOOMGARDEN, PA

Suite 100a
8551 W. Sunrise Boulevard
Ft. Lauderdale, FL 33322

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****122.50 ****122.50

DOMESTIC FILING

NAME: COPIL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

FILED
97 APR 21 PM 2:11
RECEIVED
97 APR 21 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

Dmc
4/21/97

ARTICLES OF INCORPORATION
OF
COPIL, INC.

FILED
97 APR 21 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is COPIL, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To purchase, acquire, own, hold, lease, sell, exchange, manage, occupy, maintain and operate apartment houses, dwelling houses, and business structures of all kinds for the accommodation of the public and of individuals; and to keep, manage, conduct, and operate apartment houses and dwelling houses.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 150 shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Pine Island Commons, Suite 100A, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Seth Kimmel.

Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Seth Kimmel.

ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

1931 Washington Street
Hollywood, FL 33020

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

Klaus Copil
1931 Washington Street
Hollywood, FL 33020

George Copil
1931 Washington Street
Hollywood, FL 33020

Nicolae Copil
1931 Washington Street
Hollywood, FL 33020

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Fredda Fierro
8551 W. Sunrise Blvd., #100A
Ft. Lauderdale, FL 33322

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This 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 are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 18th day of April, 1997.

Fredda Fierro

FREDDA FIERRO, Incorporator

STATE OF FLORIDA)
 ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 18th day of April, 1997 by FREDDA FIERRO who is personally known to me or who has produced her Florida drivers license as identification and who did take an oath.

Seth Kimmel

Notary Public



DESIGNATION OF REGISTERED AGENT

FOR
COPIL, INC.

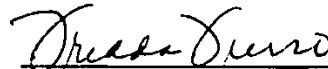
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, COPIL, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names SETH KIMMEL located at Pine Island Commons, Suite 100A, 8551 W. Sunrise Boulevard, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: April 18, 1997



FREDDA FIERRO, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: April 18, 1997



SETH KIMMEL, Registered Agent