

P97000049943

6/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:45 PM

((H97000009258 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~XXXXXXXXXXXX~~ Brian Fong

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: CLIFF PROPERTIES, INC.

AUDIT NUMBER.....H97000009258

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

4

FILED
97 JUN -5 PM 2:26
TALLAHASSEE, FLORIDA

9/6-6-87

H97000009258

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Cliff Properties, Inc.

FILED
97 JUN -5 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The mailing address of the Corporation is:
Cliff Properties, Inc.
5022 S.W. 59th Street
South Miami FL 33143

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Leonardo Starke
3340 McDonald Street, Suite A
Miami FL 33133

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Clifford Troup
Frank Troup, Jr.
Worrell Troup

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Leonardo D. Starke | FL Bar Member 880469
Law Offices of Leonardo D. Starke
3340 McDonald Street, Suite A
Miami FL 33133
305-444-0151

H97000009258

H97000009258

Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Leonardo D. Starke
Law Offices of Leonardo D. Starke
3340 McDonald Street, Suite A
Miami FL 33133

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 5, 1997.

The undersigned incorporator executed these Articles of Incorporation on June 5, 1997.



LEONARDO D. STARKE
Brian R. Fons as attorney-in-fact

Leonardo D. Starke | FL Bar Member 880469
Law Offices of Leonardo D. Starke
3340 McDonald Street, Suite A
Miami FL 33133
305-444-0151

H97000009258

H97000009258

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

FILED

97 JUN -5 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:

Cliff Properties, Inc.

REGISTERED AGENT/OFFICE:

**Leonardo Starke
3340 McDonald Street, Suite A
Miami FL 33133**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**Leonardo Starke
Brian R. Fons as attorney-in-fact**

Date: June 5, 1997

**Leonardo D. Starke | FL Bar Member 880469
Law Offices of Leonardo D. Starke
3340 McDonald Street, Suite A
Miami FL 33133
305-444-0161**

H97000009258