



THE UNITED STATES
CORPORATION
COMPANY

P97000056507

ACCOUNT NO. : 072100000032

REFERENCE : 443363 7131697

AUTHORIZATION : *Mark Watson*

COST LIMIT : \$ 70

FILED
97 JUN 26 PM 3:19
TALLAHASSEE, FLORIDA

ORDER DATE : June 26, 1997

ORDER TIME : 11:33 AM

ORDER NO. : 443363-005

CUSTOMER NO: 7131697

700002223937--3

CUSTOMER: Mr. Gerald Schilian
ALL COUNTY TITLE COMPANY

1761 West Hillsboro Blvd.
Suite 207
Deerfield Beach, FL 33442

DOMESTIC FILING

NAME: A.C. BRASIL REALTY CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

RECEIVED
97 JUN 26 PM 1:58
DIVISION OF CORPORATION

84 JUN 26 1997

ARTICLES OF INCORPORATION

OF

A. C. BRASIL REALTY CORP.

A business corporation filed pursuant to F.S. Chapter 607

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act adopts the following Articles of Incorporation.

Article I

CORPORATE NAME

The name of the Corporation is:

A. C. Brasil Realty Corp.

Article II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

A. C. Brasil Realty Corp.
1321 S. Powerline Road, #102
Pompano Beach, FL 33069

Article III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

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97 JUN 26 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IV

CAPITAL STOCK

The Corporation is authorized to issue and to have outstanding at any one time an aggregate of 1000 shares of no par common stock. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article V

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is two.

Article VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: RALPH CALATCHI

INITIAL REGISTERED OFFICE: 1321 S. Powerline Road, #102
Pompano Beach, FL 33069

Article VII

INCORPORATORS

The name and address of the incorporator executing these Articles of Incorporation is:

Ralph Calatchi
1321 S. Powerline Road, #102
Pompano Beach, FL. 33069

The undersigned incorporator has executed these Articles of Incorporation on June 25, 1997.



Ralph Calatchi

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

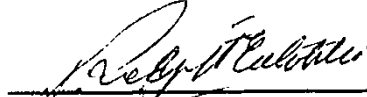
A. C. Brasil Realty Corp.

2. The name and address of the registered agent and office is:

Ralph Calatchi
1321 S. Powerline Road, #102
Pompano Beach, FL 33069

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 positions as registered agent.

Dated as of June 25, 1997



Ralph Calatchi

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JUN 26 PM 3:11
TALLAHASSEE, FLORIDA