

TRANSMITTAL LETTER

P97000059033

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

Action
~~PRIME~~ Realty & Investments, Inc.
(Proposed corporate name - must include suffix)

900002232809--1
-07/08/97--01056--006
****122.50 ****122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ERNST MOMPREMIER
Name (Printed or typed)

243 NE 141 Street
Address

MIAMI, FL 33161
City, State & Zip

(305) 892-2423
Daytime Telephone number

FILED
97 JUL -7 PM 3:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

~~W/77-14688~~
Dmc
6/24/97

~~685,502,611~~

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 24, 1997

ERNST MOMPREMIER
243 NE 141 STREET
MIAMI, FL 33161

SUBJECT: PRIME REALTY & INVESTMENTS, INC.
Ref. Number: W97000014688

We have received your document for PRIME REALTY & INVESTMENTS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 897A00033431

ARTICLES OF INCORPORATION

OF

ACTION REALTY & INVESTMENTS, INC.

FILED

97 JUL -7 PH 3:29

SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is ACTION REALTY & INVESTMENTS, INC. Its principal place of business shall be 243 NE 141 St., Miami, Florida 33161

ARTICLE II - DURATION

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin, shall be upon the date of filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to issue and have outstanding is 7500 shares of common stock with a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation's securities.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 243 NE 141 Street, North Miami, Florida 33161 and the name of the initial registered agent of this corporation at that address is Ernst Mompremier.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The names and street address of the initial director is as follows:

Ernst Mompremier
243 NE 141 St.
Miami, Florida 33161

President/Treasurer/Secretary

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator subscribing to these Articles of Incorporation is: Ernst Mompremier, 243 NE 141 Street, Miami, FL 33161.

ARTICLE VIII - BY-LAWS

The power of adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders.

ARTICLE IX - PRE-EMPTIVE RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of the Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of the common stock held by the holder and all shares of common stock currently authorized and issued.


X - INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who, at the request of the corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of June 1997.



Ernst Mompremier, Incorporator

**CERTIFICATE OF REGISTERED AGENT
OF
ACTION REALTY & INVESTMENTS, INC, INC.**

FILED

97 JUL -7 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

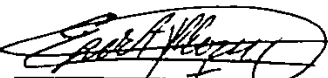
Pursuant to Sections 48.091 and 607.0501 of the Florida Statutes, the following is submitted in compliance therewith:

That ACTION REALTY & INVESTMENTS, INC. desiring to organize under the laws of the State of Florida with its principal office in Miami, Florida, has named Ernst Momprenier, 243 NE 141 Street, Miami, County of Dade, State of Florida, agent of accept service of process within the State.

ACKNOWLEDGMENT

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 position as registered agent.

Dated this 16th day of June, 1997.


Ernst Momprenier, Incorporator