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CANDELARIO L. RODRIGUEZ, JR. 13685 S.W. 11TH STREET MIAMI, FLORIDA 33184 (305) 553-3580

November 14, 1997

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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RE: GOLD COAST REAL ESTATE INVESTMENT, INC.

Dear Sir/Madam:

Enclosed is an original and two conformed copies of the Articles of Incorporation of *GOLD COAST REAL ESTATE INVESTMENT, INC.* Please record the original of the articles in your offices and certify and return to the undersigned the conformed copies at your earliest possible opportunity.

Also enclosed is my check for \$122.50 which should covers the filing/recording and certification fees according to your office.

Thank you.

CLR/

Encls. (as stated)

CANDEDARIO L. RODRIGUEZ, JR.

TILED

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CORE TARY OF STATE
LAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

GOLD COAST REAL ESTATE INVESTMENT, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to confract, hereby forms an "S" corporation under the laws of the State of Florida, for the purposes hereinafter set forth.

ARTICLE I

NAME

The name of the corporation shall be:

GOLD COAST REAL ESTATE INVESTMENT, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III

This corporation may engage in any activity or business within the State of Florida, permitted under the law of the United States and of the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock, par value \$1.00.

ARTICLE VI

REGISTERED OFFICE

The initial street address of the initial registered office of this corporation in the State of Florida is: 13800 S.W. 8th Street, Suite 345, Miami, Florida 33184, and the name of the corporation's registered agent is:



CANDELARIO L. RODRIGUEZ, JR.:

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

ARTICLE VII

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is 2. The number of directors may be increased or diminished from time to time, according to the by-laws adopted by the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors is:

CANDELARIO L. RODRIGUEZ, JR.
PRESIDENT
13800 S.W. 8th Street
Suite 345
Miami, Florida 33184

BARBARA M. RODRIGUEZ
VICE-PRESIDENT
13800 S.W. 8th Street
Suite 345
Miami, Florida 33184

INCORPORATORS

The name and address of each incorporator of this corporation is:

CANDELARIO L. RODRIGUEZ, JR.
PRESIDENT
13800 S.W. 8th Street
Suite 345
Miami, Florida 33184

-AND-

BARBARA M. RODRIGUEZ
VICE-PRESIDENT
13800 S.W. 8th Street
Suite 345
Miami, Florida 33184

WE, THE UNDERSIGNED, being the incorporators hereinabove named for the purpose of forming an "S" corporation for profit and to do business within the State of Florida, do hereby make, subscribed, acknowledge and file these *Articles of Incorporation*, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seal this \mathcal{L} day of **November**, 1997.

_(SEAL)

CANDELARIO L. RODRÍGUEZ, JR.

BARBARA M. RODRIGUEZ

STATE OF FLORIDA)

) ss:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared *CANDELARIO L*. *RODRIGUEZ*, *JR*., and *BARBARA M. RODRIGUEZ*, and who, being by me first duly sworn, depose and say that they executed the foregoing Articles of Incorporation and that they are true and correct to the best of their knowledge and belief.

Witness my hand and official seal at Miami, Dade County, Florida this 13

1997

Fiorentino Nieto

My Commission CC679880

Expires October 24 2001

NOTARY PUBLIC.

State of Florida at Large

MY COMMISSION EXPIRES:

Florentino Nieto

My Commission CC879880

Expires October 21, 2001

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

In pursuance of Chapters 48.091 and 607, Florida Statutes, the following is submitted, in compliance with said act:

First -- that *GOLD COAST REAL ESTATE INVESTMENT, INC.*, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 13800 S.W. 8th Street, Suite 345, Miami, Florida 33184, as its initial resident agent, to accept service of process within this state.

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

CANDELARIO L. RODRÍGUEZ, JR.

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SECRETARY OF STATE