



THE UNITED STATES
CORPORATION
COMPANY

P97000108504

ACCOUNT NO. : 072100000032

REFERENCE : 625653 80516A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 8, 1997

ORDER TIME : 10:43 AM

ORDER NO. : 625653-005

CUSTOMER NO: 80516A

CUSTOMER: Carol Carlsen, Legal Asst
KELLEY & HERMAN

Suite 206
1401 East Broward Boulevard
Fort Lauderdale, FL 33301

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****122.50 ****122.50

DOMESTIC FILING

NAME: COOPERATIVE MANAGEMENT
SERVICES, INC.

EFFECTIVE DATE:

XXXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -8 AM 7:47
RECEIVED
97 DEC -8 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

~~6977-27375~~
12-29-97
WS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: COOPERATIVE MANAGEMENT SERVICES, INC.
Ref. Number: W97000027375

We have received your document for COOPERATIVE MANAGEMENT SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is no provision for using the word Cooperative in a profit corporation.

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 497A00057818

97 DEC 28 1997
612-0401
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ARTICLES OF INCORPORATION
OF
POPULAR PROPERTY MANAGEMENT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
89-17-18
97DEC-8 AM

ARTICLE I

The name of this corporation is POPULAR PROPERTY MANAGEMENT SERVICES, INC.

ARTICLE II

This corporation shall exist in perpetuity.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The street address of the initial registered office of this corporation is 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301 and the name of the initial registered agent of this corporation at that address is: Jeffrey B. Smith. The principal office of this corporation is located at 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301.

ARTICLE VI

This corporation shall have one (1) director 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 (1). The name and address of the initial director of this corporation is:

George Simmons
934 S. E. 9th Ave.
Pompano Beach, FL 33060

ARTICLE VII

The name and address of the person signing these articles is:

Jeffrey B. Smith
1401 E. Broward Blvd., #206
Ft. Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X


This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by

law.

ARTICLE XI

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 is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 5 day of December, 1997.



Jeffrey B. Smith

STATE OF FLORIDA
COUNTY OF BROWARD

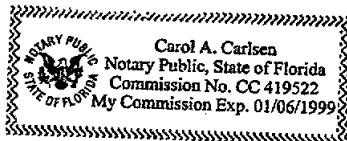
BEFORE ME, the undersigned authority, personally appeared Jeffrey B. Smith, to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscribed thereto.

 WITNESS my hand and official seal this 5 day of December, 1997.



NOTARY PUBLIC

My Commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT POPULAR PROPERTY MANAGEMENT, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED

JEFFREY B. SMITH
1401 E. BROWARD BLVD., #206
FT. LAUDERDALE, FL 33301

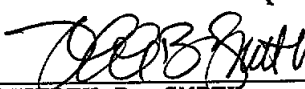
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



JEFFREY B. SMITH

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 PERFORMANCE OF MY DUTIES.



JEFFREY B. SMITH
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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