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January 8, 1998

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

500002393765--4  
-01/08/98-01048-005  
\*\*\*\*131.25 \*\*\*\*131.25

Subject: Property Ventures of Florida, Inc.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for: \$131.25 Filing Fee, Certified Copy & Certificate.

From:

Ricardo E. Bermudez  
7760 West 20th Avenue, Suite 6  
Hialeah, FL 33016  
(305) 826-5692

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98 JAN -8 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-648  
Tm-11/12/98

## ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I. NAME

The name of the corporation shall be:

Property Ventures of Florida, Inc.

### ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:  
7760 West 20th Avenue, Suite 6, Hialeah, FL 33016.

### ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at 1.00 (one dollar) per share.

### ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Ricardo E. Bermudez, as the initial registered agent, and the street address of this corporation is 7760 West 20th Avenue, Suite 6, Hialeah, FL 33016.

### ARTICLE V. INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are): Ricardo E. Bermudez, 12721 SW 51st, Miami, FL 33175.

### ARTICLE VI. DURATION

This corporation shall have perpetual existence.

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## **ARTICLE VII. PURPOSE**

The purpose for which this corporation is organized, and the nature of the business to be carried on by it are stated and declared to be as follows:

To enter into any business lawful under the laws of the State of Florida; either for its own account, or for the account of others, as agents; and to the extent not to prohibited thereby, to enter upon and engage in any kind of business of any nature whatsoever in any other state of the United States of America, any foreign nation, and/or territory of any country, to the extent permitted by the laws of such other state, nation, or territory; to lease, buy and otherwise acquire real estate, and to lease, sell, and/or dispose of same; to execute mortgages; to mortgage or otherwise pledge or give as security all property of every nature and kind whatsoever as security for obligation of the Corporation or for others; to execute promissory notes, mortgages and other obligations, contracts, and undertakings, jointly or in solido (or jointly and severally) with other persons, firms or corporations; or to assign, endorse or otherwise guarantee the obligations of other persons, firms or corporations, secured or unsecured; and to do all other things subsidiary, necessary or convenient for carrying out and into effect the main purpose and objects of the corporation.

## **ARTICLE VIII. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already hold, shall have the right to purchase his pro rate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE IX. INITIAL DIRECTOR**

This corporation shall have two (2) directors initially. The number of directors may either increased or diminished from time to time by the bylaws. The names and addresses of the initial directors of this corporation are: Ricardo E. Bermudez, President, 12721 SW 51st, Miami, FL 33175 and Robert Gomez, Vice President, 3450 SW 139th Avenue, Miramar, FL 33027.


## **ARTICLE X. BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the directors and the shareholder(s).

## **ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and the right conferred upon the shareholder(s) is subject to this reservation.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8 day of January , 1998.

  
Ricardo E. Bermudez

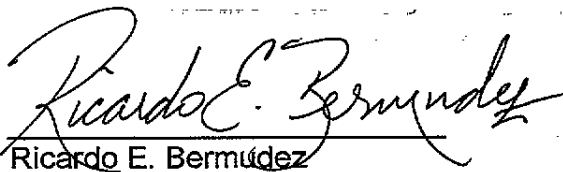
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Property Ventures of Florida, Inc.
2. The name and address of the registered agent and office is:

Ricardo E. Bermudez  
7760 West 20th Avenue, Suite 6  
Hialeah, FL 33016

*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 power and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Ricardo E. Bermudez

1/8/98  
January 8, 1998

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TALLAHASSEE, FLORIDA

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