

TRANSMITTAL LETTER

P98000058416

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

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-06/29/98--01109--016
***131.25 ***131.25

SUBJECT: CAP REAL ESTATE INC.
(Proposed corporate name - must include suffix)

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: CARL A. PEREZ
Name (Printed or typed)

4971 S.W. 104 TR.
Address

COOPER CITY, FL. 33328
City, State & Zip

305-769-0761
Daytime Telephone number

*

STAMPED
SELF-ADDRESSED
RETURN ENCL.
ENCLOSED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 8:28

NOTE: Please provide the original and ²one copy of the articles.

RD
07-01-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 29 AM 8:28

Articles of Incorporation
Of
CAP Real Estate, Inc.

The Undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an Act of the Legislature of the State of Florida, passed as Chapter 607, Laws of Florida, effective January 1, 1976, do hereby subscribe to these Articles of Incorporation.

Article I

The name of corporation is: CAP Real Estate, Inc.

Article II

To engage in every aspect and phase of the business of: Real estate investing

To manufacture, purchase of otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise real and personal property and services, of every class, kind and description; except that is not to conduct a banking, safe deposit, trust insurance, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

The foregoing shall be construed as independent businesses, and the enumeration of any specific business shall not restrict any other business of the corporation

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes of the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, trust, firms, or individuals and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which the corporation is organized.

In general, to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

Any meeting of the stockholders or directors may be held within or without the State of Florida, except as may otherwise be provided by law.

The corporation may keep the books of the corporation outside of the State of Florida, except as may otherwise be provided by law.

The corporation shall have full power and authority to enter into contracts or arrangements with any governmental authority, national, state or municipal, local or otherwise, conducive to any of the purposes of this corporation.

Subject to the provisions of law, the corporation may purchase or otherwise acquire, hold and re-issue the shares of its capital stock.

The corporation may make by-laws not inconsistent with the Constitution and Laws of the United States, or of this State, or with these Articles of Incorporation.

I shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to hold, buy and sell stock of other corporations; to secure any indebtedness due it, in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. It may sue or be sued, contract or be contracted with, and do any and all other acts necessary and incidental to the powers herein specifically designated.

Article III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 100 shares, having no par value each.

All of the aforementioned stock is to be issued as fully paid for and as exempt from assessment.

The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators, or by the directors at a meeting called for such purpose, or at the organization meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the corporation. Stock in other corporations ongoing businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the directors of the company may decide.

Article IV

The amount of capital with which the corporation may begin business will not less than One Hundred Dollars and no cents (\$100.00).

Article V

The corporation is to have perpetual existence

Article VI

The City and County in which the principal office of the corporation is to be located is:

Cooper City, Broward County, Florida

Article VII

The Board of Directors shall consist of not fewer than One (1) Director, the number of which may be either increased or diminished from time to time by the By-Laws.

Article VIII

The name and post office address of the initial Director of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and of the Corporation's By-Laws, shall hold office for the first year of the corporations existence or until successors are elected and shall have qualified is:

Carl A. Perez
4971 S.W. 104 Terrace
Cooper City, Florida 33328

Article IX

The name and post office address of each Subscriber is:

Carl A. Perez 4971 S.W. 104 Terrace, Cooper City, Fl. 33328 100 Shares

Payment in full for said stock has been paid into the treasury of the corporation

Article X

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is hereby especially authorized:

1. To make and alter the By-Laws at Pleasure
2. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation.
3. Cumulative voting may be permitted by the terms of the By-Laws.

In Witness Whereof, all parties hereto have herunto set their hands and seal this 24th day of June, 1998.



Carl A. Perez

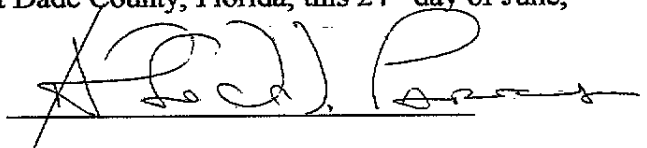
State of Florida)
 SS:
County of Dade)

Before me, the undersigned authority, on this day personally appeared

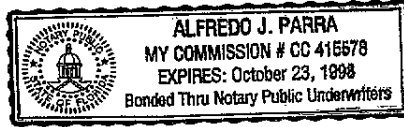
Carl A. Perez

All parties to the foregoing Articles of Incorporation, known to me personally to be such, and upon oath simultaneously acknowledged the above Articles of Incorporation to be the act and deed of the signer, and that the facts therein stated are truly set forth.

Witness, my hand and official seal at Dade County, Florida, this 24th day of June, 1998.



My commission Expires: 10/23/98



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that CAP Real Estate, Inc. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation of City of Cooper City, County of Broward, State of Florida has named:

Carl A. Perez

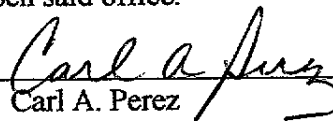
Located at:

4971 S. W. 104 Terrace
Cooper City, Fl. 33328
Broward County, Florida

As its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above state corporation, at 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.



Carl A. Perez
Resident Agent

FILED
SECRETARY OF STATE
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98 JUN 29 AM 8:28