

P99000002788



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 094252 82767A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 11, 1999

ORDER TIME : 10:45 AM

ORDER NO. : 094252-005

CUSTOMER NO: 82767A

900002736329--1

-01/11/99--01072--018

*****78.75 *****78.75

CUSTOMER: Ms. Fredda Fierro
PAUL M. BLOOMGARDEN, PA
PAUL M. BLOOMGARDEN, PA
Suite 208
8551 W. Sunrise Boulevard
Ft. Lauderdale, FL 33322

DOMESTIC FILING

NAME: CENMARK PROPERTIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 PM 1:40

RECEIVED
99 JAN 11 AM 11:23
DIVISION OF CORPORATION

CONSENT TO USE OF CORPORATE NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 PM 1:40

To: SECRETARY OF STATE
State of Florida

The undersigned, a corporation duly organized and existing under the laws of the State of Florida, does hereby grant permission and approve the filing of Articles of Incorporation for the following named corporation: CENMARK PROPERTIES, INC.

We understand that this approval is necessary due to the similarity of the names.

Dated: January 7, 1999.

Signed, Sealed and Delivered
in the Presence of:

CENMARK REALTY SERVICES, INC.

Gail Hallauer
Gail Hallauer
Frida Ferro
Frida Ferro

BY Marianne Winfield
MARIANNE WINFIELD, President

ATTEST: Robert L. Ryce

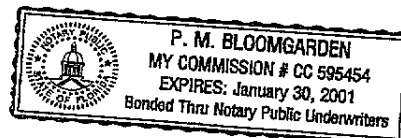
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, MARIANNE WINFIELD as President of Cenmark Realty Services, Inc., a Florida corporation, and he acknowledged to me that he executed said instrument as such officer for the foregoing purposes. Identification: Florida drivers license.

WITNESS my hand and seal this 7th day of January, 1999.

[Signature]
NOTARY PUBLIC

Corp\99-1018



PAUL M. BLOOMGARDEN, P.A.

SUITE 208 • 8551 WEST SUNRISE BOULEVARD • FORT LAUDERDALE FLORIDA 33322 • (954) 370-2222

ARTICLES OF INCORPORATION
OF
CENMARK PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 PM 1:40

ARTICLE I - NAME

The name of this Corporation is CENMARK PROPERTIES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, as principal, agent, or broker, and on commission or otherwise; to act as loan broker, and generally to do everything suitable, proper and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - 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 holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Pine Island Commons, Suite 208, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Paul M. Bloomgarden.

ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

10105 Cleary Blvd.
Plantation, FL 33324

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors 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. The names and addresses of the initial directors of this Corporation are:

MARIANNE WINFIELD
10105 Cleary Blvd.
Plantation, FL 33324

and

Robert Ryczek
10105 Cleary Blvd.
Plantation, FL 33324

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

MARIANNE WINFIELD
10105 Cleary Blvd.
Plantation, FL 33324

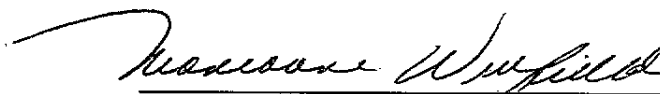
ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT


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 are subject to this reservation.

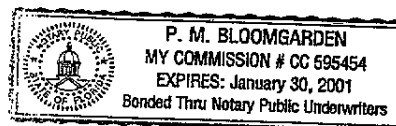
IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 7th day of January, 1999.


MARIANNE WINFIELD, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 7th day of January, 1999 by MARIANNE WINFIELD who is personally known to me or who has produced her Florida drivers license as identification and who did take an oath.


Notary Public



DESIGNATION OF REGISTERED AGENT

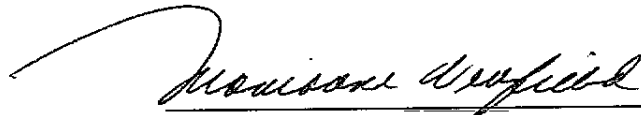
FOR

CENMARK PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 PM 1:40

In compliance with Section 48.091, Florida Statutes, CENMARK PROPERTIES, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names PAUL M. BLOOMGARDEN located at Pine Island Commons, Suite 208, 8551 W. Sunrise Boulevard, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: January 7, 1999.


MARIANNE WINFIELD, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named 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 and complete performance of my duties.

DATED: January 7, 1999.


PAUL M. BLOOMGARDEN, Registered Agent