

TIERRA VERDE COMMERCIAL PROPERTIES, INC.

360 Central Avenue, Suite 1290, St. Petersburg, Florida 33701

Telephone: (727)821-4411 ~ Fax: (727)821-1559

P 99000005668

January 7, 1999

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

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

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Tierra Verde Commercial Properties, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$78.75 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as Tierra Verde Commercial Properties, Inc. is appreciated.

Respectfully,



Secretary

FILED
99 JAN 20 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patty GAVE
AUTHORIZATION BY-PHONE TO
CORRECT Add principal address

DATE 1/20/99

DOC. EXAM hmm

W-1264

ARTICLES OF INCORPORATION
OF
TIERRA VERDE COMMERCIAL PROPERTIES, INC.

FILED
99 JAN 20 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Tierra Verde Commercial Properties, Inc.
360 Central Ave., Suite 1290, St. Petersburg, FL 33701

ARTICLE II

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation shall be authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock of two classes: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

	<u>PER VALUE</u>	<u>AUTHORIZED ISSUED</u>
Class A Voting Common	\$1.00 per share	1,000
Class B Non-Voting Common	\$1.00 per share	9,000

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Agustin Cueto, 360 Central Avenue, Suite 1290, St. Petersburg, Florida 33701.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Agustin Cueto, 360 Central Avenue, Suite 1290, St. Petersburg, Florida 33701.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Agustin Cueto, 360 Central Avenue, Suite 1290, St. Petersburg, Florida 33701.

ARTICLE VIII

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 is subject to this reservation.

ARTICLE IX

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE XI

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaws provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contract.

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



Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this
7 day of January 1999 by:



ROBYN P WORTHINGTON
My Commission OC474559
Expires Jun. 20, 1999
Bonded by ANB
800-852-5878

Robyn P Worthington
NOTARY PUBLIC - STATE OF FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to section 607.034, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.325, Florida Statutes.

Dated this 7th day of January, 1999.

Agustin Cueto
AGUSTIN CUETO

FILED
99 JAN 20 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA