

9990-00017019

FLORIDA DEPARTMENT
OF STATE
DIVISION OF CORPORATIONS

2-3-1999

FILED
99 FEB 19 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE

ENCLOSED, PLEASE FIND \$122.50 AS FEE TO REGISTER THE CORPORATION OF PALMER INVESTMENT CORPORATION. PLEASE RETURN THE REGISTERED ARTICLES OF INCORPORATION TO

500002768875--8
-02/09/99-01018-004
****122.50 *****78.75

EMANUEL S. PALMER, Ph.D.

P.O. BOX 17283
PLANTATION, FLORIDA 33318

M Palmer GAVE
AUTHORIZATION TO ONE TO
CORRECT - *city (none)*
DATE *2-12-99* - TELEPHONE (954) 321-0049
DOC EXAM *75*

F. CHESSEY FEB 11 1999

PLEASE SEND ME A RETURNED
FOR OVER PAYMENT OF \$35.00
\$122.50
- (78.75)
- (18.75)

\$35.00

W-3464

ADnet.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 11, 1999

EMANUEL S PALMER PH D
P O BOX 17283
PLANTATION, FL 33318

SUBJECT: PALMER INVESTMENT CORPORATION
Ref. Number: W99000003464

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99 FEB 19 AM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 499A00006137

CORRECTED COPIES "ENCLOSED"

CERTIFICATE OF INCORPORATION

OF

PALMER AND PALMER REAL ESTATE CORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a corporation for profit, under the general laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

PALMER AND PALMER REAL ESTATE CORPORATION

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the objectives and purposes proposed to be transacted and carried on, are to do any and all of the things hereinafter mentioned, as fully as to the same extent that natural persons might, or could do, namely:

1. To buy and sell, single and multi-family houses. To buy and rent single and multi-family houses.

To buy and rehabilitate single and multi-family houses: To organize, repair, maintain, and operate multi-family houses in al parts of the world for renting and leasing.

Emanuel S. Palmer, Ph.D. Management Consultant

2. To improve, develop, manage, sell assign, transfer mortgages, pledge or otherwise dispose of, or turn to account, or deal with; all or any party of the property of the company, and from time to time to vary an investment or employment of the capital of the company.

3. To the same extent as a natural person might, or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease exchange, hire convey, mortgage, or otherwise dispose of and deal in lands and leaseholds and any interest, estate and rights in real property, and any personal and mixed property, and any franchises, right, patents, licenses and privileges necessary, convenient or appropriate for any of the purposes herein expressed.

4. To borrow money and to make and issue notes, bond, debentures, obligations and evidence of indebtedness of all kinds, whether secured by a mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise and generally to make and perform agreements and contracts of any kind and description.

5. To build single and mutli-family house to sell, rent and lease. To do all and everhting neccessary, suitable and proper for the accomplishment of any of the purposed, for the attainment of any of the objectives, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals and to do every other act or acts, thing or things, incident al or appurtenant to, or growing out of or connected with the aforesaid business or powers, or any part of parts thereof; provided, the same be not inconsistent with the laws under which this corporation is organized.

To buy and sell land for profit.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock, with voting power with a par value of Fifty Dollars (\$50.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors

ARTICLE IV. CAPITAL

The amount of capital with which this corporation will begin business One Hundred Thousand Dollars (\$100,000.00) to be paid either in cash, merchandise, real estate, machinery or serves, as may be determined by the Board of Directors.

ARTICLE V. TERMS OF EXISTENCE

The corporation is to exist perceptually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of the corporation in the Sate of Florida is as follows:
SUNRISE,
6299 W. Sunrise Blvd., Suite 206 Broward County, Florida. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two(20) directors, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than two (2).


ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS

The names and post office addresses of the members of the first Board of Directors, the President and the Vice President, are as follows:

<u>Officers</u>	<u>Name</u>	<u>Address</u>
Director & President	Emanuel S. Palmer	3330 Spanish Moss Terrace Apt. 401 Lauderhill, Florida 33319
Director & Vice President	Emanuel S. Palmer	3330 Spanish Moss Terrace Apt.401 Lauderhill, Florida 33319

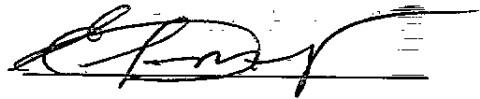
ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of consideration therefore are as follows:

<u>Name</u>	<u>Address</u>	<u>Share</u>	<u>Value</u>
 Emanuel S. Palmer	3330 Spanish Moss Terrace Apt. 401 Lauderhill, Florida 33319	100%	

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to the vote thereon.



EMANUEL S. PALMER, Ph.D.

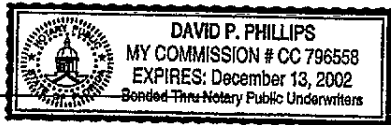
SWORN TO and subscribed before me this 5th day of Feb. 1999

Notary Public

State of Florida at Large



My commission expires:



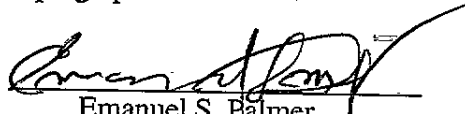
CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
PALMER AND PALMER REAL ESTATE CORPORATION

Pursuant to Florida Statutes 48.091 and 607.034, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation at 3330 Spanish Moss Ter.
Apt. 401, Lauderhill, Florida 33319 has named Emanuel S. Palmer located at the aforesaid
address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the
place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


Emanuel S. Palmer
Registered Agent

Emanuel S. Palmer, Management Consultant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA