

P99000028036

FRED HYLTON
1414 PINE HILLS Rd.
ORLANDO FL 32803

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 22 PM 1:37

FEBURARY 28, 1999

SECRETARY OF STATE
DIVISION OF CORPORATION
PO BOX 6327
TALLAHASSEE, FL 32314

RE: Registering a New Corporation

200002814032--3
-03/22/99--01128--009
122.50 **78.75

Enclosed please find a money order for One Hundred and twenty-two Dollars & 50/100. (122.50) The cost
of filing the accompanying Article of Incorporation for U.S. Real Estate Investors, Inc.

THANK YOU


Fred Hylton

D. BROWN MAR 26 1999

ARTICLES OF INCORPORATION

OF

U.S REAL ESTATE INVESTORS, INC.

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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

ARTICLE 1- NAME

The name of the Corporation is U.S Real Estate Investors, Inc.

ARTICLE 11- NATURE OF BUSINESS

To carry on sales of goods, and or distribute the same, to acquire by purchase, lease or otherwise, Equipment, lands and interest in real estate and any other activity or business permitted under laws Of the State of Florida and the United States of America.

ARTICLE 111 -TERM OF EXISTENCE

The period of duration of he Corporation is perpetual.

ARTICLE IV - CAPITAL STOCK

Number: The aggregate number of shares that the Corporation shall have the authority to issue is 7,500 shares of Common Stock with par value of \$1.00 a share.

States Capital: The sum of the value of all shares of Common Stocks of the Corporation, Outstanding at any particular time, shall be the Capital of the Corporation.

No Classes of Stock: The shares of the Corporation are not divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial mailing and street address in Florida of the initial principle office of the Corporation is 1414 N. Pine Hills Rd., Orlando, Florida 32808, and the name of the initial registered agent at such address is Joyce Singh.

ARTICLES VI - DIRECTORS

____ The initial Board of directors and the officers shall consist of one(!) member needs not be resident Of the State of Florida or a shareholder of the Corporation, the number of directors may be change First time to time by a majority vote of the shareholders.

The names and addresses of the persons who shall serve as a director until the first annual meeting of the shareholders or until his/her successors shall have been elected and qualified, is as follows:

Fred Hylton 1414 Pine Hills Rd.
Orlando Florida 32808

ARTICLES VII- INCORPORATES

The names and addresses of the initial incorporators is as follows:

Fred Hylton 1414 Pine Hills Rd.
Orlando Florida 32808

ARTICLE VIII - AMENDMENTS

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a Two-thirds vote of the common stock.

ARTICLE IX - PREEMTIVE RIGHTS

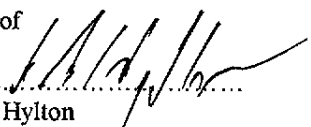
The holders of the common stock of this Corporation shall have preemptive rights to purchase, At prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock Of this Corporation as may be issued for money or any any stock or services from time to time in addition to that stock authorized to be issued by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issue shares of Common stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of

Incorporation at Orlando, Florida on the

day of


Fred Hylton

STATE OF FLORIDA
COUNTY OF ORANGE

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BEFORE ME, the undersigned authority personally appeared Joyce Singh who is to me well known to be a person described in and who subscribed the above articles of Incorporation and she did freely and voluntarily acknowledge before me according law that he made and subscribed the same for uses and purposes therein mention and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, in said County of Orange, this 11 day of MARCH, 1999.

NOTARY PUBLIC

My commission Expires:



Wanda Gillis-Jones
My Commission CC753963
Expires June 24, 2002

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

In pursuance of Chapter 48.091, Florida Statute the following is submitted in compliance with said act.

That U.S Real Estate investors inc. for profit desiring to organize under the law of the State of Florida with its principal office, as indicated in the Article of Incorporation at the City of Orlando, County of Orange, State of Florida, has named Joyce Singh 1414 N. Pine Hills Rd. Orlando Florida 32808, as its resident agent.

Having been named to accept services to process for the above Corporation, at the places 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.

Joyce Singh
Joyce Singh