



THE UNITED STATES
CORPORATION
COMPANY

P99000044541

ACCOUNT NO. : 072100000032

REFERENCE : 242186 10770A

AUTHORIZATION : Patricia Piquero

COST LIMIT : \$ 70

ORDER DATE : May 17, 1999

ORDER TIME : 9:56 AM

ORDER NO. : 242186-005

200002876832--1

CUSTOMER NO: 10770A

CUSTOMER: Reed McClosky, Esq
FREEDMAN & MCCLOSKEY P.A.
FREEDMAN & MCCLOSKEY P.A.
Suite 700
1 East Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: SOUTH FLORIDA REAL ESTATE
DEPOT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

FILED
99 MAY 17 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-17
WS

ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA REAL ESTATE DEPOT, INC.

FILED
99 MAY 17 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

South Florida Real Estate Depot, Inc.
110 E. Atlantic Ave., Suite 230
Delray Beach, FL 33433

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Freedman & McClosky, P.A.
One East Broward Boulevard
Suite 700
Ft. Lauderdale, FL 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be one (1), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The name and address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
Curt Rossband	110 E. Atlantic Blvd. Ste.#230 Delray Beach, FL 33433

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Curt Rossband	President and Secretary

ARTICLE VIII

The name and address of the incorporator is:

Reed B. McClosky, Esq.
Freedman & McClosky, P.A
One East Broward Boulevard
Ft. Lauderdale, FL 33301

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X


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

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

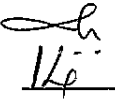
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14th day of

May 1999.

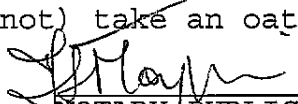


Reed B. McClosky
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

 The foregoing instrument was acknowledged before me this 14th day of May, 1999, by Reed B. McClosky, who is

personally known to me or who has produced _____ as
identification and who did (did not) take an oath.



NOTARY PUBLIC

My Commission Expires:




ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the
undersigned acknowledges and accepts his appointment as
registered agent of **South Florida Real Estate Depot, Inc.**, and
agrees to act in that capacity and to comply with the provisions
of the Florida Business Corporation Act relative to keeping open
the registered office at the address specified above. The
undersigned is familiar with and accepts the obligations of
607.0505, Florida Statutes.

FREEDMAN & McCLOSKY, P.A.

Date: May 14, 1999



BY: Reed B. McClosky,
President

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99 MAY 17 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA