



THE UNITED STATES
CORPORATION
COMPANY

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FILED

99 JUL 26 PM 4:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 318806 10808A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizit

ORDER DATE : July 26, 1999

ORDER TIME : 11:16 AM

ORDER NO. : 318806-005

000002942070--0

CUSTOMER NO: 10808A

CUSTOMER: Laura L. Russo, Esq.
RUSSO & BAKER, P.A.
RUSSO & BAKER, P.A.
Suite 301
4675 Ponce De Leon Boulevard
Coral Gables, FL 33146

DOMESTIC FILING

NAME: KOKOPELLI FOUNDATION, 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: Janna Wilson

EXAMINER'S INITIALS:

PA 7/26/99

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL 26 PM 3:15

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ARTICLES OF INCORPORATION

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99 JUL 26 PM 4: 20

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kokopelli Foundation, Inc.

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

ARTICLE I

The name of this corporation is **Kokopelli Foundation, Inc.**

ARTICLE II

This corporation is organized for the following purposes:

- A. The principal purpose shall be to buy, manage, develop, sell and lease real estate and all activities incidental thereto.
- B. To do any and all lawful business.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of no par value.

ARTICLE IV

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 a price at which it is offered to others.

ARTICLE V

The amount of capital with which the corporation will begin business will be no less than \$500.

ARTICLE VI

The corporation is to have perpetual existence.

ARTICLE VII

The principal office of the corporation will be 2601 South Bayshore Drive, Suite 1275, Miami, Florida 33133.

ARTICLE VIII

The initial street address of the initial registered office of the corporation will be 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33146 and the name of the initial registered agent of this corporation at that address is Laura Russo.

ARTICLE IX

The number of directors of the corporation will not be less than one.

ARTICLE X

The name and street address of the member of the first Board of Directors is:

Lynn Wiener

2601 South Bayshore Drive
Suite 1275
Miami, Florida 33133

ARTICLE XI

The name and street address of the person signing these Articles of Incorporation is as follows:

Lynn Wiener

2601 South Bayshore Drive
Suite 1275
Miami, Florida 33133

ARTICLE XII

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with Florida General Corporation Act or these Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall nevertheless, authorize and ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be

entitled to vote on such authorization or ratification.

I, the undersigned, being the original subscriber to these Articles of Incorporation, do hereby make, subscribe, acknowledge and file these Articles and certify that the facts stated herein are true and have hereunto set my hand and seal, this 20 day of July, 1999.

Lynn Wiener (SEAL)
Lynn Wiener

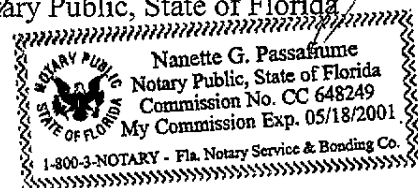
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, this 20 day of July, 1999, personally appeared **Lynn Wiener**, the party to the foregoing Articles of Incorporation, who is **PERSONALLY KNOWN TO ME** and known to me to be the party to the foregoing Articles of Incorporation, and acknowledged the said Articles to be her free act and deed, and that the facts stated therein are truly set forth.

WITNESS my hand and official seal at Coral Gables, said County and State last aforesaid, this 20 day of July, 1999.

Nanette G. Passafiume
Notary Public, State of Florida



Stamped Name of Notary Public


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **Kokopelli Foundation, Inc.**, at 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, FL 33146, 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 all my duties.


LAURA RUSSO, Registered Agent