



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 12, 1999

TROPICAL TITLE, INC.
2020 N.E. 163RD ST. STE. 202
NORTH MIAMI BEACH, FL 33162

SUBJECT: SOUTHEASTERN REALTY, INC.
Ref. Number: W99000008664

We have received your document for SOUTHEASTERN REALTY, INC. and your check(s) totaling \$245.00. 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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 999A00018416

**ARTICLES OF INCORPORATION
OF**

21ST CENTURY REAL ESTATE INVESTMENT, CORP.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation, under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is: **21ST CENTURY REAL ESTATE INVESTMENT, CORP..** The principal place of business of this corporation shall be at c/o Gina Appolon, 3031 Northwest 78th Avenue, Hollywood, Florida 33024

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock of Five (\$1.00) Dollars par value.

**ARTICLE IV
NAME**

The minimum of capital with which the corporation will commence is Nine Hundred Dollars (\$900.00).

**ARTICLE VI
OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

NAME
Gina Appolon
President

ADDRESS
3031 Northwest 78th Avenue
Hollywood, Florida 33024

ARTICLE VIII
PREEMPTIVE RIGHTS

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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
TRANSFER OF SHARES

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting remaining shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholders' exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

ARTICLE X
INITIAL REGISTERED AGENT/OFFICE

The name and address of the initial registered agent of this corporation is Martine L. Vendryes, 6600 Harding Street, Hollywood, Florida 33024.

ARTICLE XI
SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation is: **GINA APPOLON, 3031 Northwest 78th Avenue, Hollywood, Florida 33024**

ARTICLE XII
INDEMNIFICATION

The subscriber, along with the officers and directors of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters as to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty.

Expense (including attorney's fees) incurred in defending any claim, action, suit or proceeding may be paid by the corporation in advance of the final disposition of such a proceeding.

Dated this 15th day of September 1, 1999

Gina Appolon
GINA APPOLON

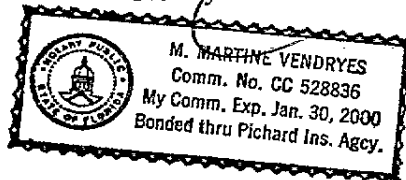
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public personally appeared **GINA APPOLON**, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, or who has presented Florida Driver's License as identification, and who acknowledged before me, that she made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami-Dade County, Florida, this 15th day of September, 1999.


Notary Public State of Florida

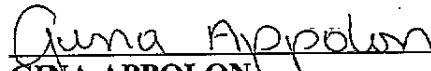
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES THE FOLLOWING
IS SUBMITTED:

FIRST-- THAT 21ST CENTURY REAL ESTATE INVESTMENT, CORP.,
DESIRING TO ORGANIZED OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH IT PRINCIPAL PLACE OF BUSINESS LOCATED AT 3031
NORTHWEST 78TH AVENUE, HOLLYWOOD, FLORIDA, AND HEREBY NAMES
MARTINE L. VENDRYES, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA.


GINA APPOLON

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 MY DUTIES.


MARTINE L. VENDRYES
REGISTERED AGENT
DATED: ~~APRIL~~ 1, 1999

September

FILED
99 SEP - 3 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA