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Charles M. Gaspari  
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September 16, 1999

Neysa Culligan  
Document Specialist  
New Filings Section  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

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-09/20/99--01084--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Corporate formation for **Altima International Realty, Inc.**

Dear Neysa Culligan:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above referenced corporation, together with a check payable to the Secretary of State in the amount of \$78.75 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Filing Fee	<u>35.00</u>
Total	<u>\$78.75</u>

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,



Charles M. Gaspari, Esq.

Enclosures:

Check # 1012

Articles in duplicate

FILED  
99 SEP 20 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. Culligan SEP 20 1999

**ARTICLES OF INCORPORATION  
OF  
ALTIMA INTERNATIONAL REALTY, INC.**

The undersigned, acting as incorporator of Altima International Realty, Inc. (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the Corporation is: Altima International Realty, Inc.

**ARTICLE II**

**COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE III**

**DURATION**

The duration of the Corporation will be perpetual.

**ARTICLE IV**

**PURPOSE**

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

Prepared by:  
Charles M. Gaspari, Esq.  
Florida Bar No. 793582  
3520 Embassy Drive  
West Palm Beach, Florida 33401  
(561) 478-7390

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the Corporation is:

245A Worth Avenue  
Palm Beach, Florida 33480

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is

3520 Embassy Drive  
West Palm Beach, Florida 33401

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The name and address of the initial director is:

Name	Address
Maura T. Landers	2 Ocean Lane Palm Beach, Florida 33480

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is:

Name	Address
Charles M. Gaspari	3520 Embassy Drive West Palm Beach, FL 33401

ARTICLE X

INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of September, 1999.

  
Charles M. Gaspari, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for Altima International Realty, Inc. in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

  
Charles M. Gaspari

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA