FILED 99 DEC -9 PM 12: 15 TRANSMITTAL LETTER SECRETARY OF STATE FALLAHASSEE, FLORIDA Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314 -8 700003065307-12/09/99--01049--020 *****78.75 ****78.75 SUBJECT: (Proposed corporate name - must include suffix) Enclosed is an original and one(1) copy of the articles of incorporation and a check for : **\$131.25** □\$122.50 **12** \$78.75 \$70.00 Filing Fee, Filing Fee Filing Fee Filing Fee Certified Copy & Certified Copy & Certificate & Certificate ADDITIONAL COPY REQUIRED FROM: Name (Printed or typed) NE AUL. 10 ()Address 33161 liami City, State & Zip 305- 949-4738 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN DEC 1 3 1999

PEREZ BEHAR

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ARTICLES OF INCORPORATION OF <u>CAPITAL HILL REALTY, INC.</u>

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

CAPITAL HILL REALTY, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:

2075 SW 27th Ave. 2nd Floor Miami, FL. 33145

Prepared by: Perez, Behar & Associates, PA. 14730 NE 10th Ave. N Miami, Fl. 33161 (305) 949-4738 p.1

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ARTICLE VII

The number of directors constituting its initial Board of Directors is (1) whose name(s) and address(es) is (are):

Gary Spirer 50 Main Street White Plains, NY 10606

ARTICLE VIII

The name and address of the subscriber is:

Gary Spirer 50 Main Street White Plains, NY 10606

ARTICLE IX

The registered agent and address for the corporation shall be:

PEREZ, BEHAR & ASSOCIATES, PA. 14730 N.E. 10TH AVENUE N.MIAMI, FL. 33161

ARTICLE X

Shareholders shall be entitled to preemptive rights.

Apriles, Pres.

Dec 01 99 11:17a

99 DEC -9 PM 12: 15 SECRETARY OF STATE ALLAHASSEE FI DOM. ORIDA

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 CAPITAL HILL REALTY, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, PA. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ner, Vres Signature:

Title: PRESIDENT

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.

amon Signature: RAMON PEREZ/ VICE-PRESIDENT PEREZ, BEHAR & ASSOCIATES, PA.

Date: 12-6-99