

*P9900011109*

**Dale's**

**A Computerized Business Services, Inc.**

2221 NE 164th Street · North Miami Beach, FL 33160  
Phone: (305) 944-TYPE (8973) Fax: (305) 949-1689  
e-mail: dale2222@aol.com

December 20, 1999

Secretary of State  
Corporations Division  
State of Florida  
409 East Gaines Street  
Tallahassee, Florida 32399

100003076921--9  
-12/21/99--01072--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Perfect State Realty and Investments, Inc.

Enclosed herewith are Articles of Incorporation together with a copy of said Articles for Perfect State Realty and Investments, Inc. and a check in the amount of \$78.75 to cover the following:

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

Please return the certified copy to me as soon as possible. Thank you.

Cordially,

*Dale Michelson*

Dale Michelson

D. BROWN DEC 28 1999

**ARTICLES OF INCORPORATION  
OF  
PERFECT STATE REALTY AND INVESTMENTS, INC.**

FILED  
99 DEC 21 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:  
**PERFECT STATE REALTY AND INVESTMENTS, INC.**

**ARTICLE II**

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

**ARTICLE III**

The corporation shall engage in any business or purpose lawful under the laws of Florida.

**ARTICLE IV**

The corporation is authorized to issue one hundred (100) shares of stock at \$5.00 par value which shall be designated as common stock.

**ARTICLE V**

The street address of the initial principal office of the corporation is 1005 NE 125th St. #202, N. Miami, FL 33168.

**ARTICLE VI**

The name and address of the corporation's Registered Agent is: Gerald Spate, 1005 NE 125th St. #202, N. Miami, FL 33168.

#### ARTICLE VII

The corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial director of this corporation is: Gerald Spate, 1005 NE 125th St. #202, N. Miami, FL 33168.

#### ARTICLE VIII

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX

The name and address of the corporation is Perfect State Realty and Investments, Inc., 1005 NE 125th St. #202, N. Miami, FL 33168.

#### ARTICLE X

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

#### ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20th day of December, 1999.

*Gerald Spate*  
GERALD SPATE

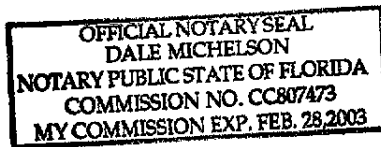
STATE OF FLORIDA )

: SS.

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 20th day of December, 1999, by GERALD SPATE, personally known to me, or has produced 5130-290-68-334-0 FIA DL as identification.

Rale Midelson  
Notary Public / State of Florida



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Perfect State Realty and Investments, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in North Miami, State of Florida, has named Gerald Spate, 1005 NE 125th St. #202, N. Miami, FL 33168, as its agent to accept service of process within Florida.

  
GERALD SPATE, Incorporator

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 provision of all statutes relative to the proper and complete performance of my duties.

  
GERALD SPATE

FILED  
99 DEC 21 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA