

DEC-30-1999 12:55  
Division of Corporations

EMPIRE CORP

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**Florida Department of State**

**Division of Corporations**

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**To:**

**Division of Corporations**  
**Fax Number : (850) 922-4001**

**From:**

**Account Name : EMPIRE CORPORATE KIT COMPANY**  
**Account Number : 072450003255**  
**Phone : (305) 541-3694**  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**  
**AFFORDABLE RESIDENTIAL BUILDING COMPANY OF SOUTH**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

A. Howell DEC 30 1999

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF**

**AFFORDABLE RESIDENTIAL BUILDING COMPANY OF SOUTH FLORIDA, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the corporation shall be:

**AFFORDABLE RESIDENTIAL BUILDING COMPANY OF SOUTH FLORIDA, INC.**

The principal place of business of this corporation shall be:

2997 Day Avenue  
Miami, Florida 33133.

**ARTICLE II  
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States. The State of Florida, or any other state, country, territory or nation.

**ARTICLE III  
DURATION**

This corporation shall exist in perpetuity.

**ARTICLE IV  
STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock.

PREPARED BY: RICHARD M. SEPLER, ESQ.  
2997 Day Avenue, Miami, FL 33133  
Telephone: (305) 444-6101  
Fla. Bar No.: 072391

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having no par value per share which shall be designated as common shares, requiring a paid in capital of \$500.00.

**ARTICLE V**  
**RIGHT OF SHARES OF CAPITAL STOCK**

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one (1) vote.

Nothing in these Article shall be construed to allow for cumulative voting of said shares.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be 2997 Day Avenue, Miami, Florida 33133, and the name of the initial Registered Agent of the corporation at that address is Richard M. Sepler.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director, initially. The number of directors may either be increased or decreased, from time to time, by the By-laws, adopted by the corporation. The name and street address of the initial member of the Board of Directors is:

Joseph Wieselberg  
President, Secretary  
2997 Day Avenue  
Miami, Florida 33133.

**ARTICLE VIII**  
**AMENDMENTS**

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

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**ARTICLE IX**  
**BY-LAWS**

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

**ARTICLE X**  
**OFFICERS**

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation or until his successors are elected or appointed is:

Joseph Wieselberg  
President, Secretary  
2997 Day Avenue  
Miami, Florida 33133.

**ARTICLE XI**  
**SUBSCRIBER**

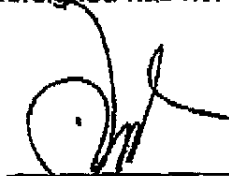
The name and street address of the subscriber to these Articles of Incorporation is:

Richard M. Sepler  
2997 Day Avenue  
Miami, Florida 33133.

**ARTICLE XII**  
**SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 2<sup>nd</sup> day of December, 1999.



RICHARD M. SEPLER

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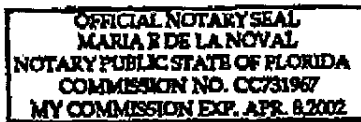
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STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was sworn to, subscribed and acknowledged before me this 21 day of December, 1999, by RICHARD M. SEPLER, who is personally known to me or has produced a driver's license as identification and who did/did not take an oath.



*Maria E. De la Noval*  
By: MARIA E. DE LA NOVAL  
NOTARY PUBLIC, State of Florida

My Commission Expires:

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

In compliance with Chapter 48, Section 48.091, Florida Statutes, the following is submitted:

First That **AFFORDABLE RESIDENTIAL BUILDING COMPANY OF SOUTH FLORIDA, INC.**, a Florida corporation, with its principal place of business as indicated in the Articles of Incorporation, desiring to organize or qualify under the laws of the State of Florida, has named **RICHARD M. SEPLER**, as its agent to accept Service of Process within the state at 2997 Day Avenue, Miami, Florida 33133.

Dated: December 28, 1999



RICHARD M. SEPLER - Subscriber

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TALLAHASSEE, FLORIDA

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Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated: December 28, 1999



RICHARD M. SEPLER  
Registered Agent for  
**AFFORDABLE RESIDENTIAL  
BUILDING COMPANY OF SOUTH  
FLORIDA, INC.**, a Florida corporation

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