

**ARTICLES OF INCORPORATION
OF
VILLAS LAS PALMAS III CONDOMINIUM ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida, and adopt the following articles of incorporation.

ARTICLE I: NAME

The name of this corporation is VILLAS LAS PALMAS III CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "association," these articles of incorporation as the "articles," and the bylaws of the association as the "bylaws."

ARTICLE II. TERM OF EXISTENCE

This association is organized for the purpose of providing an entity under the Florida Condominium Act ("the Act") for the operation of a condominium located in Miami-Dade County, Florida and known as Villas Las Palmas III, a Condominium ("the condominium"), created under the declaration of condominium ("the declaration").

ARTICLE IV. MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the bylaws.

**ARTICLE V. INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office and the name of the registered agent of this corporation in the State of Florida shall be:

1701 West 37 Street, Suite 17
Hialeah, Florida 33012
Juan E. Puig, Jr.

ARTICLE VI. FIRST BOARD OF DIRECTORS

The number of person consulting the first board of directors shall be three and their names and addresses are as follows:

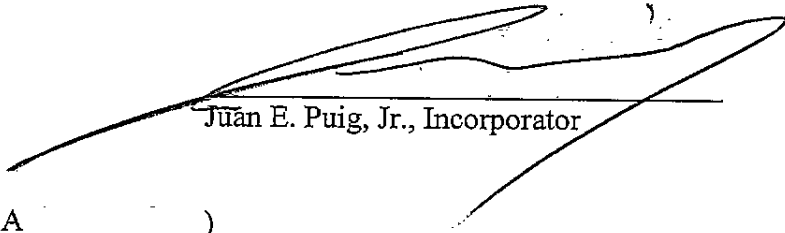
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SECRETARY STATE
TALLAHASSEE FLORIDA

Name	Address
Juan E. Puig, Jr.	1701 West 37 Street, Suite 17 Hialeah, Florida 33012
Jorge Perez	1701 West 37 Street, Suite 17 Hialeah, Florida 33012
Ercilio Del Rio	1701 West 37 Street, Suite 17 Hialeah, Florida 33012

The name and address of the incorporator to these articles are as follows:

Name	Address
Juan E. Puig, Jr.	1701 West 37 Street, Suite 17 Hialeah, Florida 33012

IN WITNESS WHEREOF the undersigned incorporator has executed these articles of incorporation on this 20th day of July, 2001.



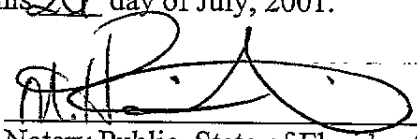
Juan E. Puig, Jr., Incorporator

STATE OF FLORIDA)

COUNTY OF MIAMI DADE)

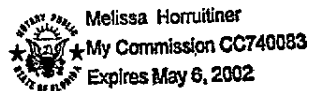
Before me, the undersigned authority, personally appeared Juan E. Puig, Jr., who is personally known to me or who produced _____ as identification, and who was sworn and says that the foregoing is true.

Sworn to and subscribed before me this 20th day of July, 2001.



Notary Public, State of Florida at Large

Commission Expires:

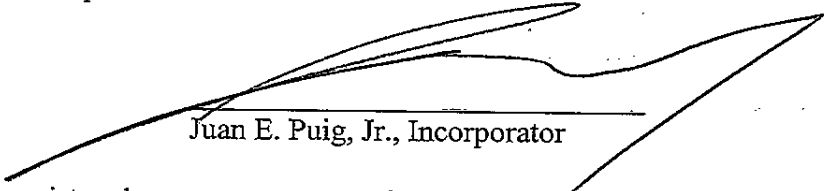


DESIGNATION AND ACCEPTANCE

OF

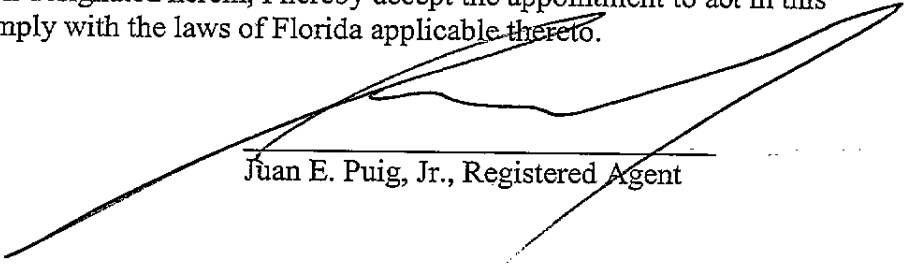
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, VILLAS LAS PALMAS III CONDOMINIUM ASSOCIATION, INC. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 1701 West 37 Street, Suite 17, Hialeah, Florida 33012, has named Juan E. Puig, Jr., located thereat as its registered agent to accept service of process within this state.



Juan E. Puig, Jr., Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.



Juan E. Puig, Jr., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA