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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

EFFECTIVE DATE

3-7-01

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

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Riviera Real Estate Corp.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Filing

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Riviera Real Estate Corp.

EFFECTIVE DATE

3-7-01

Article II. Address

The Corporation's mailing address is:
Riviera Real Estate Corp.
1000 Island Boulevard
Suite 711
Aventura FL 33160

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TALLAHASSEE, FLORIDA

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Joel Matus
1000 Island Boulevard
Suite 711
Aventura FL 33160

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Joel Matus

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Eric L. Bronfeld
Law Offices of Eric L. Bronfeld, P.A.
2501 East Commercial Boulevard, Suite 201
Ft. Lauderdale FL 33308
954-857-5337

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Eric L. Bronfeld

Law Offices of Eric L. Bronfeld, P.A.

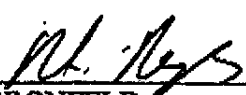
2501 East Commercial Boulevard, Suite 201

Ft. Lauderdale FL 33308

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 7, 2001.

The undersigned incorporator executed these Articles of Incorporation on March 9, 2001.



ERIC L. BRONFELD

by R.A. Reyes as attorney-in-fact

Eric L. Bronfeld
Law Offices of Eric L. Bronfeld, P.A.
2501 East Commercial Boulevard, Suite 201
Ft. Lauderdale FL 33308
954-857-5337

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

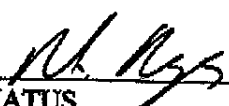
CORPORATION:

Riviera Real Estate Corp.

REGISTERED AGENT/OFFICE:

Joel Matus
1000 Island Boulevard
Suite 711
Aventura FL 33160

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JOEL MATUS

by R.A. Reyes as attorney-in-fact

Date: March 9, 2001

Eric L. Bronfeld
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