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APR -5 PM 2:41
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 909010 8894A

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : April 5, 1996

ORDER TIME : 11:14 AM

ORDER NO. : 909010

CUSTOMER NO: 8894A

CUSTOMER: RITTER FEINSTEIN & ZARETSKY

500001771005

Suite 100
555 Northeast 15th Street
Miami, FL 33132

DOMESTIC FILING

NAME: OCEANFRONT REALTY CORP.

45-96
TD

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JENNIFER MORAN

EXAMINER'S INITIALS:

RECEIVED
96 APR -5 PM 12:12
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

of

OCEANFRONT REALTY CORP.

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:

OCEANFRONT REALTY CORP.

The principal place of business of this corporation shall be at 5401 Collins Avenue, Mezzanine Level, Miami Beach, Fl. 33140.

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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 5401 Collins Avenue, Mezzanine Level, Miami Beach, Fl. 33140, and the name of the initial registered agent of the corporation at that address is Dominique S. Cherqui.

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66 APR -5 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Dominique S. Cherqui- D, P, S
5401 Collins Avenue, Mezzanine Level
Miami Beach, Fl. 33140

ARTICLE VII. INCORPORATOR

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

Dominique S. Cherqui
5401 Collins Avenue, Mezzanine Level
Miami Beach, Fl. 33140

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 4 day of April, 1996.

By: [Signature]

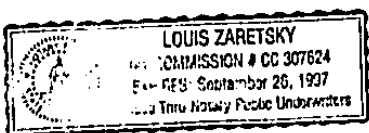
STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 4 day of April, 1996.

[Signature]
Notary Public, State of Florida at Large

My Commission Expires:

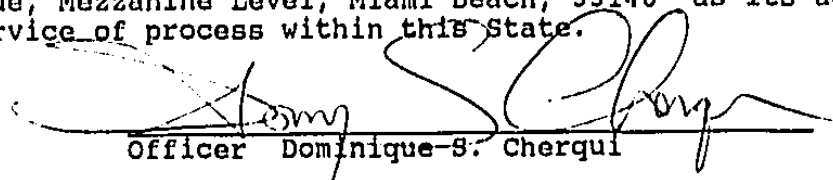


CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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55 APR -5 PM 2:47
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

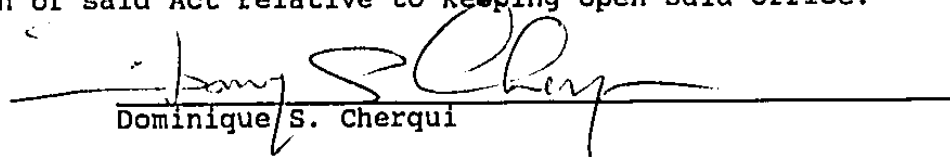
Oceanfront Realty, ~~Corp~~, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Dominique S. Cherqui located at 5401 Collins Avenue, Mezzanine Level, Miami Beach, 33140 as its agent to accept service of process within this State.



Officer Dominique-S. Cherqui

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Dominique S. Cherqui