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FROM: GOLDENBERG & GOLDENBERG ACCT#: 07606003657
CONTACT: SHERRY CREWSS PHONE: (305) 523-2626 FAX #: (305) 523-5306

NAME: RIVER BEND DEVELOPMENT OF FORT LAUDERDALE, I
AUDIT NUMBER.....H97000001080
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FAX AUDIT NUMBER: H9700001000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION
OF****RIVER BEND DEVELOPMENT OF FORT LAUDERDALE, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I**NAME**

The name of this corporation shall be RIVER BEND DEVELOPMENT OF FORT LAUDERDALE, INC.

ARTICLE II**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having One (\$1.00) Dollar par value.

ARTICLE IV**TERM OF EXISTENCE**

The corporation shall exist perpetually, effective January 21, 1997.

This Instrument Prepared By:
Stephen F. Goldenberg, Esquire
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33304
(954) 523-2626
F.B.N. 151293

FAX AUDIT NUMBER: H9700001000

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ARTICLE V**ADDRESS**

The initial street address of the registered office of this corporation in the State of Florida shall be c/o Worldwide Corporate Services, Inc., One Financial Plaza, Suite 2626, Fort Lauderdale, FL 33394.

The initial principal office address of the corporation shall be: c/o Worldwide Corporate Services, Inc., One Financial Plaza, Suite 2626, Fort Lauderdale, FL 33394.

ARTICLE VI**REGISTERED AGENT**

The Registered Agent of this corporation shall be WORLDWIDE CORPORATE SERVICES, INC.

I do hereby accept the duties and responsibilities as registered agent.

Accepted: January 21, 1997.

WORLDWIDE CORPORATE SERVICES, INC.

By: 

STEPHEN F. GOLDENBERG, President

ARTICLE VII**DIRECTORS**

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the Shareholders until such time Directors are designated as provided by the By-Laws.

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One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394
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F.B.N. 151293

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ARTICLE VIII**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Name and Address

Stephen F. Goldenberg, President
WORLDWIDE CORPORATE SERVICES, INC.
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394

ARTICLE IX**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on January 21, 1997.

WORLDWIDE CORPORATE SERVICES, INC.

By: 

STEPHEN F. GOLDENBERG
Incorporator and Registered Agent

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TALLAHASSEE, FLORIDA

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Stephen F. Goldenberg, Esquire
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394
(954) 523-2626
F.B.N. 151293

FAX AUDIT NUMBER:H9700001080

STATE OF FLORIDA)
)
COUNTY OF BROWARD) SS:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared STEPHEN F. GOLDENBERG, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and who did not take an oath.

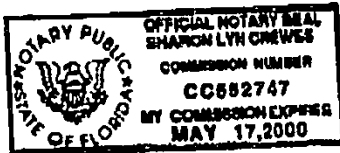
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on January 21, 1997.

Sharon Lyn Crews

Signature of Notary Public

Sharon Lyn Crews

Typed/Printed Name of Notary Public
Notary Public, State of Florida
My Commission Expires:



This Instrument Prepared by:
Stephen F. Goldenberg, Esquire
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Fort Lauderdale, FL 33304
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F.B.N. 151293