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ACCOUNT NO. : 072100000032

REFERENCE: 800358 7152283

AUTHORIZATION :

COST LIMIT: \$ 70.00

ORDER DATE: April 29, 1998

ORDER TIME : 10:24 AM

ORDER NO. : 800358-005

CUSTOMER NO: 7152283

CUSTOMER: Mr. Albert Shackleton

MR. ALBERT SHACKLETON

4100 North Ocean Drive

Wt 2504

West Palm Beach, FL 33404

DOMESTIC FILING

NAME:

JUNO VILLAGE REALTY INC.

EFFECTIVE DATE:

XX __ ARTICLES OF INCORPORATION

_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

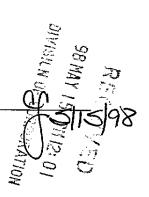
_ PLAIN STAMPED COPY

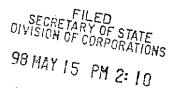
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

300002525553--7.





ARTICLES OF INCORPORATION

OF

JUNO VILLAGE REALTY INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

JUNO VILLAGE REALTY INC.

The address of the principal office of this corporation shall be 4100 North Ocean Drive, WT 2504, Singer Island, Florida 33404, and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4100 North Ocean Drive, WT 2504, Singer Island, Florida 33404, and the name of the initial registered agent of the corporation at that address is Albert Shackleton.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are: 4100 North Ocean Drive, WT 2504, Albert Shackleton

Singer Island, Florida 33404

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 15, 1998.

Its Incorporator, Karen B. Rozar

CKS [

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Albert Shackleton, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

JUNO VILLAGE REALTY INC.

Albert Shackleton is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: Albert Shackleton