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LAW OFFICES  
BRENNER & DIENSTAG, P.A.

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21 SOUTHEAST FIRST AVENUE  
MIAMI, FLORIDA 33131

May 08, 1998

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of  
Brownsville Gardens, Inc.

Dear Sir/Madam:

Please find enclosing the following:

1. Original and copy of Articles of Incorporation of Brownsville Gardens, Inc.
2. Check payable to the Secretary of State in the amount of \$70.00 for your filing fee.

Please advise if you have any questions.

Very truly yours,  
BRENNER & DIENSTAG, P.A.

Dictated by MAD, mailed  
in his absence to avoid  
delay

MARK A. DIENSTAG

98 JUN -1 AM 9:31  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAD/ap  
Enclosures

*SP alior* GAVE

AUTHORIZATION BY PHONE TO  
CORRECT *art. 7*

DATE *6/3/98*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BROWNSVILLE GARDENS, INC.

ARTICLE I - NAME

The name of this corporation is **BROWNSVILLE GARDENS, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One and 00/100 ----- Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is Offices of Brenner & Dienstag, P.A., 21 S.E. 1st Avenue, Suite 800, Miami, Florida 33130, and the name of the initial registered agent of this corporation at that address is MARK A. DIENSTAG, ESQ.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 Directors constituting the

initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director nor more than five. The name(s) and address(es) of the initial Board of Director(s) of this corporation are:

**FERNANDO J. MARTINEZ, PRESIDENT  
ALICIA MARTINEZ, SECRETARY  
HUMBERTO MARTINEZ, TREASURER**

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: HUMBERTO MARTINEZ, TREASURER, 7130 S.W. 43rd Street  
Miami, Florida 33135

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 3<sup>RD</sup> day of MAY, 1998.


  
HUMBERTO MARTINEZ, TREASURER

STATE OF FLORIDA        )  
                                  ) ss.  
COUNTY OF DADE        )

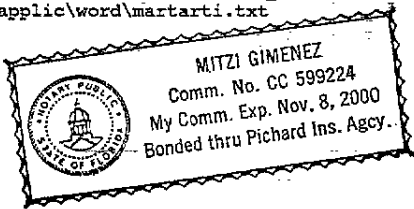
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

HUMBERTO MARTINEZ, TREASURER, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that HE executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3RD day of MAY, 1998.

  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:  
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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
=====

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT BROWNSVILLE GARDENS, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7130 S.W. 43rd Street, Miami, Florida 33135, has named MARK A. DIENSTAG, ESQ. c/o Brenner & Dienstag, P.A., 21 S.E. 1st Avenue, Suite 800, Miami, Florida 33130 as its agent to accept service of process within Florida.

Dated: 3<sup>RD</sup> DAY OF MAY

  
\_\_\_\_\_  
HUMBERTO MARTINEZ, Treasurer

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
\_\_\_\_\_  
MARK A. DIENSTAG, ESQ.  
Registered Agent

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FILED  
98 JUN -1 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA