



LAW OFFICES

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PAUL B. STEINBERG*
ROBERT H. YAFFE
RICHARD L. STEINBERG
MORRIS L. STEINBERG (1908-1997)

*ALSO ADMITTED IN WASH., D.C.

P980000 91271

October 23, 1998

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

RE: MIMOSA MARINA, INC.

Gentlemen:

Enclosed herewith please find the original and a copy of the Articles of Incorporation of Mimosa Marina, Inc., duly executed by the Incorporator and Registered Agent thereof.

I am also enclosing a check in the amount of One Hundred Twenty Two dollars and 50/100 (\$122.50) representing the fee for the filing of these Articles of Incorporation and a certified copy.

Should you have any questions, please contact the undersigned.

Very truly yours,

Paul B. Steinberg

PBS/sv
Enclosures

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****122.50 *****78.75

PLEASE REPLY TO OUR
MIAMI BEACH OFFICE

NEW YORK
ASSOCIATED OFFICE
276 FIFTH AVENUE
SUITE 604
NEW YORK, N.Y. 10001
(212) 532-0008

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ARTICLES OF INCORPORATION

OF

MIMOSA MARINA, INC.

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:

MIMOSA MARINA, INC.

ARTICLE II.

Nature of Business

This corporation may engage or transact in any or all lawful activities or businesses 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 \$5.00 par value. The corporation will begin business with \$500.00 (Five Hundred Dollars) in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE IV.

Principal Place of Business

The street address of the initial principal place of business of the corporation shall be

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c/o Steinberg & Yaffe, P.A., 767 Arthur Godfrey Road, Miami Beach, Florida 33140, or such other location as the Board of Directors may designate.

**ARTICLE V.
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VI.
Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

**ARTICLE VII.
Subscriber**

The name and street address of the subscriber of this corporation is:

PAUL B. STEINBERG
767 Arthur Godfrey Road
Miami Beach, Florida 33140

**ARTICLE VIII.
Officers**

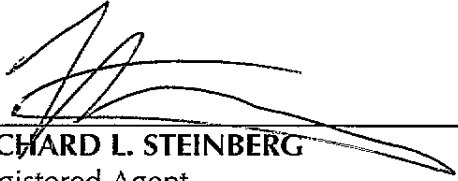
The name and street address of the officers of this corporation is:

NAME/ADDRESS	POSITION
HEATHER FORTI 3700 Island Blvd., Apt. 205 Williams Island, Florida 33160	President/Director

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent for
MIMOSA MARINA, INC., and agrees to comply with the provisions of these Articles and the
applicable Florida Statutes.

Dated this 23 day of October, 1998.



RICHARD L. STEINBERG
Registered Agent

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