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RIVIERA PROFESSIONAL BUILDING, SUITE 301
4875 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33146-2101
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LAURA L. RUSSO
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RONALD O. BAKER
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January 11, 1996

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*****87.50 *****87.50

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

Re: JM Properties Group, Inc.

Dear Sir or Madam:

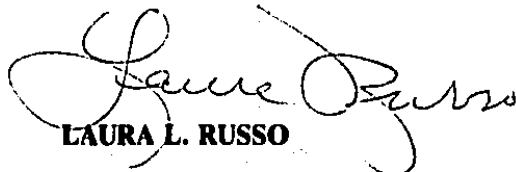
Enclosed please find the following documents required to register the above referenced foreign profit corporation to transact business in Florida:

1. Application
2. Certificate of Corporate Existence
3. This firm's check in the sum of \$87.50 which represents your filing fee, registered agent designation fee and your fee for two (2) certificates of status.

If you should have any questions, do not hesitate to contact this office.

Sincerely yours,

RUSSO, BAKER & ALVAREZ, P.A.


LAURA L. RUSSO

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DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. JM PROPERTIES GROUP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so combined in the name at present.)

2. NEVADA 3. APPLIED FOR
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/29/95 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.103, F.S.)

7. P.O. BOX 27740
LAS VEGAS, NV 89126
(Current mailing address)


8. OWN, MAINTAIN, MANAGE AND LEASE REAL PROPERTY
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: LAURA L. RUSSO, ESQ.
C/O RUSSO, BAKER & ALVAREZ, P.A.
Office Address: 4675 PONCE DE LEON BLVD., SUITE 301
CORAL GABLES, Florida, 33146
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions
of all statutes relative to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.



LAURA L. RUSSO
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other official
having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Name and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: DENISE CALIGIURI

876 Russo, Baker & Alvarez, P.A.

Address: 4675 Ponce de Leon Blvd, #301

Coral Gables, FL 33146

Director: _____

Address: _____

B. OFFICERS

President: DENISE CALIGIURI

876 Russo, Baker & Alvarez, P.A.

Address: 4675 Ponce de Leon Blvd, #301

Coral Gables, FL 33146

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

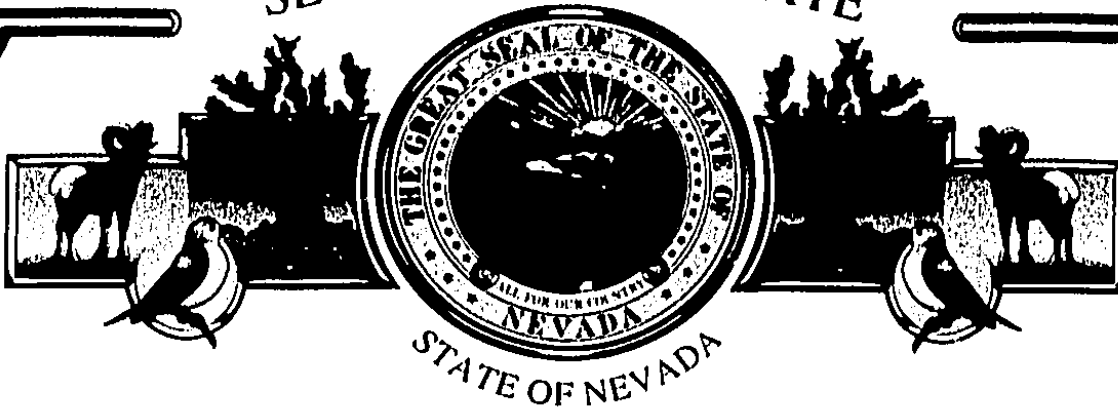
* 13. Denise M. Caligiuri

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DENISE CALIGIURI, PRESIDENT

(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



**CERTIFICATE OF CORPORATE EXISTENCE
(EXCLUDING AMENDMENTS)**

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **JM PROPERTIES GROUP, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, Carson City, Nevada, this 2ND day of JANUARY, 1999



Dean Heller

Secretary of State

By *Marilyn McFall*

Certification Clerk

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