

F 990000003423



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 295800 4188C
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : *PPD*

ORDER DATE : July 2, 1999
ORDER TIME : 10:01 AM
ORDER NO. : 295800-005
CUSTOMER NO. : 4188C
CUSTOMER: Rashad Wareh, Esq
Bryan Cave Llp
700 13th Street, N. W.
Washington, DC 20005-3960

HL 7/2
FILED
99 JUL -2 AM 11:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN FILINGS

NAME: ISLAND HOLDINGS, INC.

000002922260--1
-07/02/99-01048-023
*****87.50 *****87.50

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

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TALLAHASSEE FLORIDA

ISLAND HOLDINGS, INC.

**RESOLUTION
TO ADOPT NAME FOR USE IN FLORIDA**

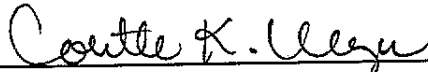
July 1, 1999

Recitals

1. Island Holdings, Inc., a Delaware corporation (the "Company"), wishes to transact business in Florida.

2. The Company may not use the name "Island Holdings" in Florida as that name or a very similar name is already in use by another company in Florida.

The sole Director of Island Holdings, Inc. hereby resolves that Island Holdings, Inc. will adopt the name "**Jupiter Property Holdings, Inc.**" for use in Florida.



Colette K. Meyer, Sole Director

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. Island Holdings, 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 contained in the name at present.)

2. Delaware 3. 52-2176988
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 7, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Colette K. Meyer, P.A., 1070 E. Indiantown Road - Suite 312, Jupiter, FL
33477
(Current mailing address)

8. To hold and manage Florida real estate.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Colette K. Meyer, Esq.
Office Address: 1070 E. Indiantown Road - Suite 312
Jupiter, Florida, 33477
(Zip code)

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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.

By: Colette K. Meyer
(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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Colette K. Meyer

Address: 1070 E. Indiantown Road - Suite 312
Jupiter, FL 33477

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Colette K. Meyer

Address: 1070 E. Indiantown Road - Suite 312
Jupiter, FL 33477

Vice President: N/A

Address: _____

Secretary: Colette K. Meyer

Address: 1070 E. Indiantown Road - Suite 312
Jupiter, FL 33477

Treasurer: N/A

Address: _____

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

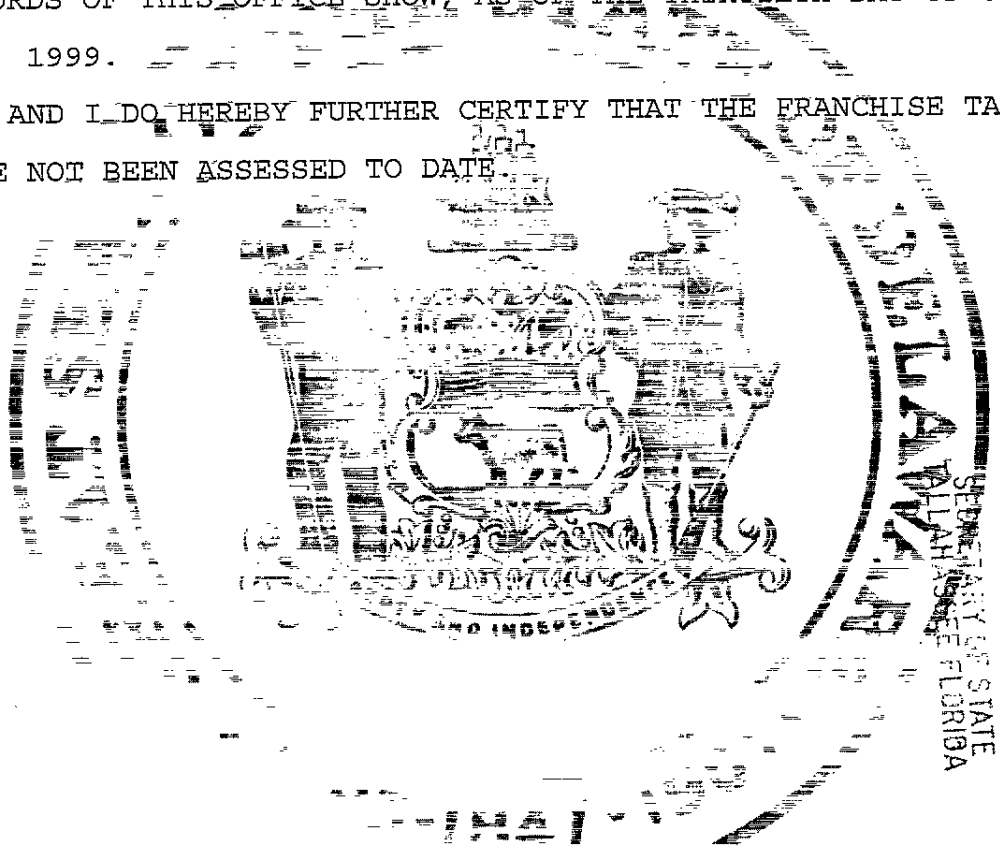
13. Colette K. Meyer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Colette K. Meyer, President, Secretary and Director
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ISLAND HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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06-30-99



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: