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March 31, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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Re: Junior's Ocean Side Condominium Association, Inc.

Dear Corporate Specialist:

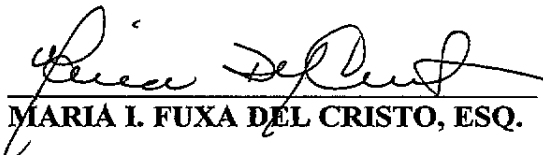
Enclosed please find the Articles of Incorporation for **Junior's Ocean Side Condominium Association, Inc.** and a check in the amount of \$122.50 for the corresponding filing and certification fees.

Please file the enclosed articles and forward the requested certified copy to:

Maria I. Fuxa Del Cristo, Esq.
782 NW 42 Avenue, Suite 441
Miami, Florida 33126

I thank you in advance for your attention to this matter.

Sincerely,


MARIA I. FUXA DEL CRISTO, ESQ.

MDC/mf
Enclosure

FILED
98 APR -6 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 8 1998

**ARTICLES OF INCORPORATION
OF
JUNIOR'S OCEAN SIDE CONDOMINIUM ASSOCIATION, INC.**

FILED
98 APR -6 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 617 and 718, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a corporation not for profit.

ARTICLE I - NAME

The name of the corporation ("Corporation") is JUNIOR'S OCEAN SIDE CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, hereinafter referred to as the "Corporation". The principal office and mailing address of this Corporation is 15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015.

ARTICLE II - PURPOSE

The purpose for which the Corporation is organized is as follows:

1. The Corporation is to be the "Association" as defined in Section 718.111, Florida Statutes, for the operation of JUNIOR'S OCEAN SIDE CONDOMINIUM, a condominium created pursuant to the provisions of the Condominium Act, Chapter 718, Florida Statutes.
2. The Corporation, as such association, shall operate and administer said Condominium and carry out the functions and duties of said Condominium Association as set forth in the Declaration of Condominium for JUNIOR'S OCEAN SIDE CONDOMINIUM and Exhibits annexed thereto establishing said Condominium.

ARTICLE III - POWERS

The powers of the Corporation shall be governed by the following provisions:

1. The Corporation shall have all the Common Law and Statutory Powers of a Corporation Not For Profit as set forth in Section 617.021, Florida Statutes, which are not in conflict with the terms of these Articles.
2. The Corporation shall have all the powers granted to the Corporation by Section 718.111, Florida Statutes, and as amended from time to time.

3. The Corporation shall have all the powers reasonably necessary to implement the purposes of the Association, and all of the powers granted to it in the Declaration of Condominium for JUNIOR'S OCEAN SIDE CONDOMINIUM and Exhibits annexed thereto recorded in the Public Records of Monroe County, Florida.

4. The Corporation shall have the power to contract for the maintenance, operation, and management of the Condominium property, and delegate to such contractors all powers and duties of the Association.

ARTICLE IV - MEMBERS OF CORPORATION

The qualification of members, the manner of their admission and voting by such members shall be as follows:

1. All Unit Owners shall be members of the Corporation and no other person or entities shall be entitled to membership. Such membership shall automatically terminate when such person is no longer the Unit Owner of a Condominium Parcel.

2. Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium for JUNIOR'S OCEAN SIDE CONDOMINIUM that shall be filed in the Public Records of Monroe County, Florida.

3. The share of a member in the funds and assets of the Corporation cannot be assigned, pledged, or transferred in any manner except as an appurtenance to the individual Condominium Unit.

ARTICLE V - DIRECTORS

1. The affairs and property of the Association shall be managed and governed by a Board of Administration composed of three (3) or more persons ("Directors") who shall be members of the Corporation, excepting that Directors appointed by the Developer need not be members of the Corporation.

2. The names and addresses of the members of the first Board of Administration who shall hold office until their successors have qualified are as follows:

NAME	ADDRESS
EMILIO PANDO	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015

RENE FORMOSO	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015
OLGA PANDO	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015

ARTICLE VI - OFFICERS

The affairs of the Corporation shall be administered by Officers elected by the Directors of the Corporation at the Annual Meeting of the Board of Administration of the Corporation. The names and addresses of the Officers who shall serve until their successors are elected are as follows:

NAME	ADDRESS
EMILIO PANDO President/Treasurer	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015
RENE FORMOSO Vice President/Secretary	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015

ARTICLE VII - INDEMNIFICATION

Every Director and Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been an Officer or Director at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties, provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Administration approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive off all other rights to which such Director or Officer may be entitled.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015.

The name of the Corporation's initial registered agent at the above address is Emilio Pando.

ARTICLE IX - INCORPORATOR

The street address of the incorporator and the name of the incorporator is as follows:

NAME	ADDRESS
EMILIO PANDO	15165 NW 77 Avenue, Suite 1002, Miami, Florida 33015

ARTICLE X -- BY-LAWS

The By-Laws of the Corporation shall be those By-Laws set forth as an Exhibit to the aforesaid Declaration of Condominium for JUNIOR'S OCEAN SIDE CONDOMINIUM and may be altered, amended or rescinded in the manner provided by the said By-Laws.

ARTICLE XI - AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the manner provided by law. No amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the written consent of all record owners of mortgages upon units within the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium. A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Monroe County, Florida.

ARTICLE XII - MISCELLANEOUS

1. The Corporation shall issue no share of stock of any kind or nature whatsoever; consequently, there shall be no dividends paid to any of the members of the Association. Any excess receipts over disbursements shall be applied against future expenses.
2. Membership in the Corporation and the transfer thereof as well as the number of members and their voting rights shall be upon such terms and conditions as provided for in the Declaration of Condominium and the By-Laws.
3. The effective date of the Corporation shall be as of the date of filing of the Articles of Incorporation with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the Incorporator hereto has executed these Articles of

Incorporation this 3 day of MARCH, 1998.

Emilio Pando
EMILIO PANDO

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named a registered agent for the Corporation in the foregoing Articles of Incorporation, I, EMILIO PANDO, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Emilio Pando
EMILIO PANDO

FILED
98 APR -6 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA