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Real Property Law

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December , 1999

Florida Department of State
Secretary of State
State of Florida
The Capitol
P. O. Box 6327
Tallahassee, Florida 32314

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-12/27/99--01100--016
****245.00 *****78.75

Attention: Division of Corporations

Dear Sir/Madam:

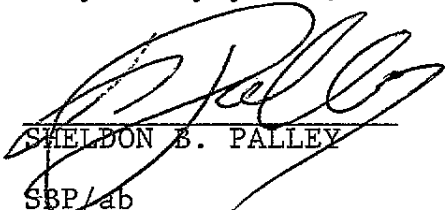
RE: 24TH STREET, INC. and 64TH STREET, INC.

Enclosed please find the original and one copy of the Articles of Incorporation on the above corporations, together with my check in the amount of \$122.50 each for a total of \$245.00 representing the filing fees for said corporations.

I would appreciate it if you would file these Articles of Incorporation and return certified copies to me in the enclosed stamped-addressed envelope.

Thank you for your co-operation in this matter.

Very truly yours,


SHELDON B. PALLEY
SBP/ab

Enclosure

FILED
99 DEC 27 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-4
wc.

ARTICLES OF INCORPORATION

OF

64TH STREET, INC.

FILED
99 DEC 27 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is: 64TH STREET, INC.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the following purposes:

To arrange financing between Individuals and/or Corporations, whether for mortgages or Notes for any lawful purpose.

To buy, sell, or hypothecate mortgages, stocks, bonds or other financial instruments.

To buy, sell, lease, rent or mortgage, real or personal property, and to borrow or lend monies.

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue sixty (60) shares of no par value common stock.

ARTICLE V PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share

thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this Corporation is: 1497 N. W. 7th Street, Miami, Florida 33125, and the name of the initial registered and resident agent of this Corporation is:

SHELDON B. PALLEY
1497 N. W. 7th Street
Miami, Florida 33125

The principal and mailing address and the registered agent's address are the same.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addressed of the initial directors of this Corporation are:

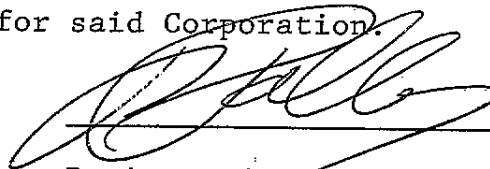
| | | |
|-------------------|---|---------------------------------------|
| G. M. SCHWEITZER | 1497 N. W. 7th Street Miami, Florida | President/ Director |
| SHELDON B. PALLEY | 1497 N. W. 7th Street Miami, Florida 33125 | Secretary/ Treasurer & Director |

ARTICLE VIII INCORPORATORS

The names and addressed of the persons signing the Articles as Incorporators and Subscribers are:

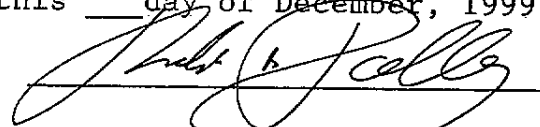
ACCEPTANCE BY RESIDENT AGENT

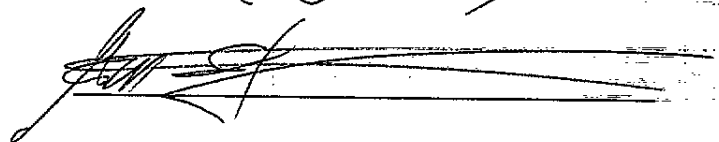
I HEREBY AM FAMILIAR with and accept the duties and responsibilities as Registered Agent for said Corporation.



Registered Agent

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation on this _____ day of December, 1999.





STATE OF FLORIDA)

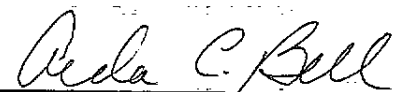
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared

known to me and known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation as Incorporators and Subscribers.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid on this 22 day of December, 1999.

My Commission Expires:



NOTARY PUBLIC, State of Florida

