

FROM : KAREN STEPHENSON
JAN. 14. 2000 9:33 AM

PHONE NUMBER : 6604 98

21 2000 12:28PM P1
P 1/4

P00000006941

Florida Department of State
Division of Corporations
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Account Number : 076103002011
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Revised

FLORIDA PROFIT CORPORATION OR P.A.

MILLENNIUM PLACE, INC

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FROM : KAREN STETSON ESQ

PHONE NO. : 3056040598

Jan. 21 2000 12:29PM P3

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NO. 706 P. 3/4



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 14, 2000

BERMAN WOLFE & RENWERT

SUBJECT: 1ST AVENUE DEVELOPMENT, INC.
REF: W00000001171

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS FIRST AVENUE DEVELOPMENT CORPORATION DOC #P93000078646.

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Becky McKnight
Document Specialist

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

FROM : KAREN STETSON ESQ

PHONE NO. : 3056040598

Jan. 21 2000 12:28PM P2

01/21/00 FRI 12:59 FAX 305 438 9188

The Union Group, Inc.

0002

ARTICLES OF INCORPORATION

Fax Audit# H00000002173

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Millennium Place, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2800 Biscayne Boulevard, Suite 400

Miami, Florida 33137

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 (one hundred)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

The Union Group, Inc.

2800 Biscayne Boulevard, Suite 400

Miami, Florida 33137

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Taylor Development & Land Company 12000 Biscayne Boulevard, Ste 803 Miami, Florida 33181

The Union Group, Inc 2800 Biscayne Boulevard, Ste 400 Miami, Florida 33137


Signature/Incorporator

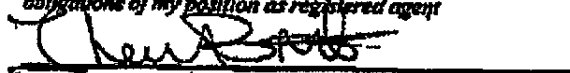
Theodora Bryant

January 21, 2000

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

Theodora Bryant

January 21, 2000

Date

Fax Audit # H00000002173

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00 JAN 21 PM 4:01
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TALLAHASSEE, FLORIDA