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John J. Pribil
20355 NE 34th Court
#224
Aventura, Florida 33180
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E-mail roxjon@idt.net
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January 29, 2000

Secretary of State
Florida Division of Corporations
Tallahassee, Florida 32314

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-02/02/00--01039--014
*****87.50 *****87.50

Re: INTERACT REALTY, INC.

Gentlemen:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$87.50 for the following fees:

| | |
|------------------------------|-----------------|
| Filing Fees | \$35.00 |
| Certified Copies | \$ 8.75 |
| Registered Agent Designation | \$35.00 |
| Certificate of Good Standing | \$ 8.75 |
| TOTAL | \$ 87.50 |

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed.

Very truly yours,


John J. Pribil

Enclosure

FILED
00 FEB -2 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
INTERACT REALTY, INC.

FILED
00 FEB -2 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME

The name of this corporation shall be: INTERACT REALTY,
INC.

ARTICLE II.
NATURE OF CORPORATE BUSINESS

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

ARTICLE III.
CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: John J. Pribil, 20355 NE 34th Court, #224, Aventura, Florida 33180.

ARTICLE V.
MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 20355 NE 34th Court, #224, Aventura, Florida 33180.

ARTICLE VI.
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.
INITIAL DIRECTORS

The name and post office addresses of the first Directors of the Corporation are:

| Name | Address |
|----------------|--|
| John J. Pribil | 20355 NE 34 th Court, #224 Aventura, Florida 33180 |
| Alberto Fasja | 21205 Yacht Club Drive # 406 Aventura, Florida 33180 |

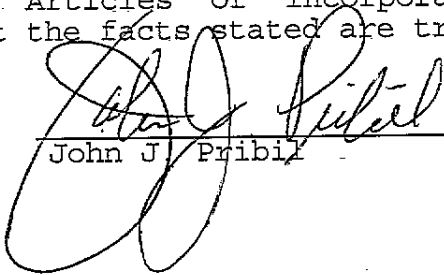
The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

| <u>Incorporator</u> | <u>Address</u> |
|---------------------|--|
| John J. Pribil | 20355 NE 34 th Court Aventura, Florida 33180 |

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

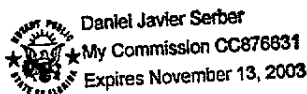


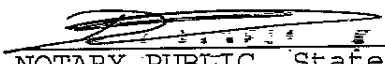
John J. Pribil

STATE OF FLORIDA :
: SS
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared JOHN J. PRIBIL, who is personally known to me or who has produced as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

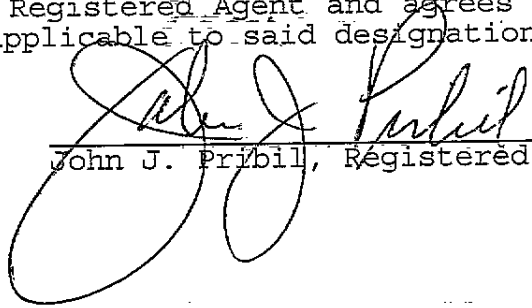
WITNESS my hand and seal in the State and County aforesaid, this 21 day of January, 2000.





NOTARY PUBLIC, State of Florida
Print Name: DANIEL J. SERBER
My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.



John J. Pribil, Registered Agent

00FEB-2 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED