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ACCOUNT NO. : 072100000032

REFERENCE : 592034 126812A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 87.50

ORDER DATE : February 17, 2000

ORDER TIME : 10:52 AM

ORDER NO. : 592034-005

CUSTOMER NO: 126812A

CUSTOMER: Jeffrey P. Orlan, Esq
JEFFREY P. ORLAN, ESQ
JEFFREY P. ORLAN, ESQ
Suite 106
10021 Pines Boulevard
Pembroke Pines, FL 33024

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 PM 1:03

DOMESTIC FILING

NAME: FLAMINGO MARKETPLACE SHOPPES
GP, INC.

**** FILE 1ST ****

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

RECEIVED
00 FEB 17 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
[Signature] 2/17/00

ARTICLES OF INCORPORATION

OF

FLAMINGO MARKETPLACE SHOPPES GP, INC.

Under Section 607.0202 of the
Business Corporation Act
of the State of Florida

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 FEB 17 PM 1:03

The undersigned, a natural person of the age of eighteen years or over, for the purpose of forming a corporation pursuant to the provisions of the Business Corporation Act of the State of Florida, does hereby certify as follows:

FIRST: The name of the Corporation (the "Corporation") is Flamingo Marketplace Shoppes GP, Inc.

SECOND: The Corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be organized under the Business Corporation Act of the State of Florida.

THIRD: The principal office and mailing address of the Corporation shall be: 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

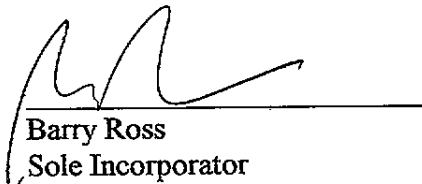
FOURTH: The Corporation's initial registered office is 10021 Pines Boulevard, Suite #101 Pembroke Pines, FL 33024. The Corporation's initial registered agent at that office is Barry Ross.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is 1000.

SIXTH: The name and address of the incorporator is: Barry Ross, 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

SEVENTH: The Corporation shall, and hereby does, to the fullest extent permitted by the Business Corporation Act of the State of Florida, indemnify any and all persons who it shall have the power to indemnify from and against any and all expenses, costs, liabilities and other matters as provided under Section 607.0850 of the Business Corporation Act of the State of Florida, as from time to time in effect.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16 day of February, 2000, and affirms that the statements contained herein are true under penalty of perjury.


Barry Ross
Sole Incorporator
10021 Pines Blvd., Suite 101
Pembroke Pines, FL 33024

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 PM 1:03

KNOW ALL MEN BY THESE PRESENTS:

THAT Barry Ross, in Broward County, a natural person and resident of the County, being in the County in which the principal office of Flamingo Marketplace Shoppes GP, Inc. is located is hereby appointed as the person on whom process, tax notices and demands against Flamingo Marketplace Shoppes GP, Inc. may be served. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Barry Ross