HOOO THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE: 690616 10463A

COST LIMIT: \$ 70.00

ORDER DATE: May 9, 2000

ORDER TIME: 10:49 AM

ORDER NO. : 690616-005

CUSTOMER NO: 10463A

CORPORATION

CUSTOMER: Brent Wolmer, Esq

COHEN NORRIS SCHERER

COHEN NORRIS SCHERER

Suite 400

712 U.s. Highway 1

North Palm Bch, FL 33408-7146

DOMESTIC FILING

NAME:

221 OCEAN TERRACE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

200003244942--1

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 MAY -9 PM 3: 20

ARTICLES OF INCORPORATION

OF

221 OCEAN TERRACE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

221 OCEAN TERRACE, INC.

The address of the principal office of this corporation shall be 215 Fifth Street, Suite 108, West Palm Beach, Florida 33401, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Lee Heaton Dir.

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215 Fifth Street

Suite 108

West Palm Beach, Florida 33401

Linn Heaton Dir.

215 Fifth Street

Suite 108

West Palm Beach, Florida 33401

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Lee Heaton Pres. 215 Fifth Street

Suite 108

West Palm Beach, Florida 33401

Linn Heaton Sec. 215 Fifth Street

Suite 108

West Palm Beach, Florida 33401

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 9, 2000.

CORPORATION SERVICE COMPANY

Its Agent, Laura R. Dunlap

SECRETARY OF STATE DIVISION OF CORPORATIONS

OD MAY -9 PM 3: 20

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Xoura R. Dunlap

dew