

TRANSMITTAL LETTER

P000000048219

Department of State
Division of Corporations
P.O. 6327
Tallahassee, FL 32314

100003210811--9
-04/17/00--01091-010
****122.50 ****78.75

Subject: Millenium Properties, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

() \$70.00 () \$ 78.75 (X) \$122.50 () \$131.25

From:

Mr. Joe Torres

Name

7455 NW 167th Street

Address

Miami, FL 33015

City, State & Zip

(305) 594-6676

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 12 AM 8:55

NOTE: Please provide the original and one copy of the articles.

2541
W00-10623

gf 5/16/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 12 AM 8:55

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 24, 2000

MR. JOE TORRES
7455 NW 167TH STREET
MIAMI, FL 33015

SUBJECT: MILLENIUM PROPERTIES, INC.
Ref. Number: W00000010623

We have received your document for MILLENIUM PROPERTIES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 900A00022180

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 12 AM 8:55

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

ARTICLE I NAME

The Name of the corporation shall be:

T.L.C. Millenium Properties, Inc.

ARTICLE II PRINCIPAL OFFICE

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

7455 NW 167th Street
Miami, FL 33015

ARTICLE III SHARES

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

1,000 shares of common

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mr. Joe Torres
7455 NW 167th Street
Miami, FL 33015


ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Mr. Joe Torres
7455 NW 167th Street
Miami, FL 33015

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

Twenty Fourth (24th) day of March, 2000.


signature

signature

signature

**Article of Incorporation
Filing Fee - \$35**

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is T.L.C. Millenium Properties, Inc.

2. The name and address of the registered agent and office is:

Mr. Joe Torres

(Name)

7455 NW 167th Street

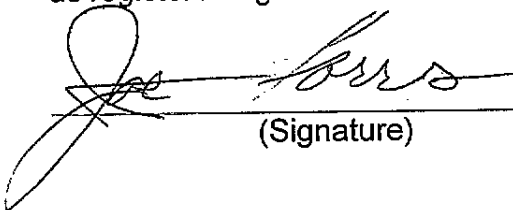
(P.O. Box not acceptable)

Miami, FL 33015

(City/State/Zip)

FILED STATE
SECRETARY OF CORPORATIONS
00 MAY 12 AM 8:55

Having been named as registered agent and to accept service of process for the above state 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)