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Errol M. Rosen
Attorney at Law
11900 Biscayne Boulevard, Suite 802
Miami, Florida 33181
(305) 892-8200

May 16, 2000

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*****78.75 *****78.75

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: New Orleans Development, Inc.
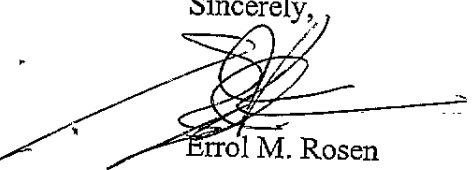
Enclosed is a check for $78.75 for the following fees for the captioned corporation:

Filing Fee	$35.00
Registered Agent Designation	$35.00
Certified Copy	$ 8.75
TOTAL	$78.75

Thank you for your assistance.

Sincerely,

Errol M. Rosen

S. Thompson MAY 2 5 2000

ARTICLES OF INCORPORATION

OF

NEW ORLEANS DEVELOPMENT, INC.

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 this Corporation (the"Corporation") shall be New Orleans Development, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 11900 Biscayne Boulevard, Suite 802, Miami, Florida 33181.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of ($1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Errol M. Rosen, 11900 Biscayne Boulevard, Suite 802, Miami, Florida 33181.
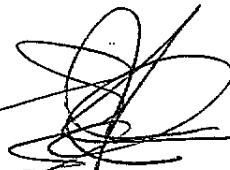
ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Errol M. Rosen, 11900 Biscayne Boulevard, Suite 802, Miami, Florida 33181.

ARTICLE VI: GENERAL PROVISIONS

(a) A director of the corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

(b) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provisions shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

The undersigned has executed these Articles of Incorporation this _16th_ day of May, 2000.

Errol M. Rosen, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the corporation mentioned below, 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 NEW ORLEANS DEVELOPMENT, INC.

2. The name and address of the registered agent and office is Errol M. Rosen, 11900 Biscayne Boulevard, Suite 802, Miami, Florida 33181.

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.

Errol M. Rosen

Dated: May ___16___, 2000.