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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 28, 2000

State Of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Application for new Corporation

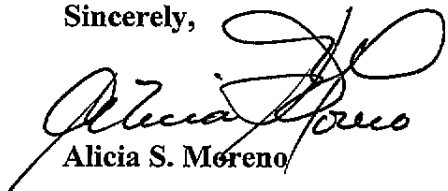
Gentlemen:

Attached please find the Articles of Incorporation for Wings on the Ocean Realtors, Inc.

You will as well find \$70.00 filing fees, \$8.75 for a Certificate, and \$8.75 for a Certified copy. Total enclosed \$87.50.

Your help expediting this incorporation will be very much appreciated.

Sincerely,


Alicia S. Moreno

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*****87.50 *****87.50

D. BROWN JUL - 5 2000

ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation; and to that end we do, by these Articles set forth:

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Article I

The name of the Corporation (which is hereinafter called the "Corporation") is:

WINGS ON THE OCEAN REALTORS, INC.

Article II

This Corporation shall exist perpetually, Corporate existence shall begin on the day upon these Articles are approved by the Secretary of the State of Florida.

Article III

The purpose of this Corporation is to transact any or all-lawful businesses for which Corporations may be incorporated under Chapter 607 of the Florida Statutes.

Article IV

This Corporation is authorized to issue One Thousand Shares (1000) of Common Stock which said shares have a par value of Ten (\$10.00) Dollars per share upon issuance.

Article V

The principal place of business of this Corporation shall be at 1980 South Ocean Drive. Hallandale Beach, Florida 33009.

With the privilege of having branch offices within and without the State of Florida.

Article VI

The initial registered agent for the Corporation upon whom process may be served is: **Alicia S. Moreno** and the initial registered office is located at:
1980 South Ocean Drive. Hallandale Beach, Florida 33009

Article VII

His Corporation shall have Two (2) Directors initially; the number of directors shall be fixed by the bylaws and may be changed from time to time.

Article VIII

The name and street address of the initial director(s) of this Corporation are:

**Alicia S. Moreno, 1980 South Ocean Drive #21G. Hallandale Beach, Fl 33009
Antonio Moreno, 1980 South Ocean Drive #21G. Hallandale Beach, Fl 33009**

The aforesaid directors shall hold office for the first year of this Corporation's existence or until a successor is chosen as provided for in the bylaws.

The initial officers of this Corporation are:

**President & Secretary, Alicia S. Moreno, 1980 South Ocean Drive #21`G.
Hallandale Beach, Florida 33009**

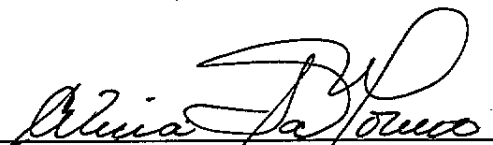
**Vive President & Treasurer, Antonio Moreno. 1980 South Ocean Drive #21G
Hallandale Beach, Florida 33009**

Article IX

The name and street address of the incorporators is:

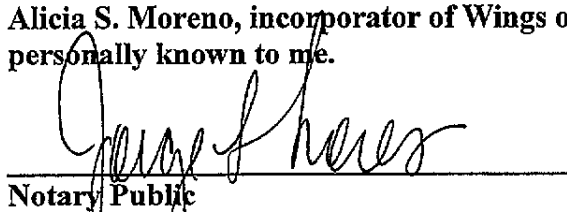
Alicia S. Moreno, 1980 South Ocean Drive #21G, Hallandale Beach, Fl 33009

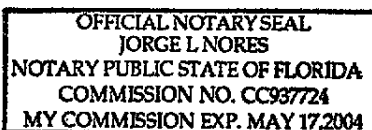
June 28, 2000


Alicia S. Moreno, Incorporator

**State of Florida
County of Broward**

The foregoing instrument was acknowledged before me on June 28, 2000 by Alicia S. Moreno, incorporator of Wings on the Ocean Realtors, Inc. who is personally known to me.


Notary Public



CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

June 28, 2000


Registered Agent
Alicia S. Moreno

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