

PO10000014190



ACCOUNT NO. : 072100000032

REFERENCE : 992057 3487A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pugh

ORDER DATE : February 6, 2001

ORDER TIME : 12:32 PM

ORDER NO. : 992057-005

CUSTOMER NO: 3487A

600003654636--8

CUSTOMER: Robert E. Messick, Esq
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

DOMESTIC FILING

NAME: PLAZA DE FLORES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

625 -
1001-2854

FILED
2001 FEB - 6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
01 FEB - 6 PM 1:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Plaza De Flores Development Corporation
2 N. Tamiami Trail
Suite 210
Sarasota, Florida 34236
(941) 954-2300

FILED

2001 FEB -6 PM 1:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 5, 2001

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

Re: Incorporation of Plaza De Flores, Inc.

To whom it may concern:

Plaza De Flores Development Corporation has no objections of Plaza De Flores, Inc.
incorporating as a Florida Corporation.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert C. Ballard,
Vice President of
Plaza De Flores Development Corporation



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 FEB -6 PM 1:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 6, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PLAZA DE FLORES, INC.
Ref. Number: W01000002854

We have received your document for PLAZA DE FLORES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

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: 001A00007297

RECEIVED
01 FEB -7 AM 11:25
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
RECEIVED
Please give original
submission date as

EFFECTIVE DATE

01/30/01

ARTICLES OF INCORPORATION
OF

PLAZA DE FLORES, INC.

FILED

2001 FEB -6 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is PLAZA DE FLORES, INC.

ARTICLE II

The existence of the corporation shall begin on 1/30/01.

ARTICLE III

The street address of the principal office of the Corporation is c/o ICORR Properties, 2 N. Tamiami Trail, Sarasota, Florida 34236.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 7000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2033 Main Street, Suite 600, Sarasota, Florida 34237. The initial registered agent for the Corporation at that address is Robert E. Messick.

ARTICLE VI

The initial board of directors shall consist of 2 members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Sol Roter	5650 Yonge Street, Suite 207 Toronto, Ontario CANADA M2M 4G3
Barnett Gordon	5650 Yonge Street, Suite 207 Toronto, Ontario CANADA M2M 4G3

ARTICLE VII

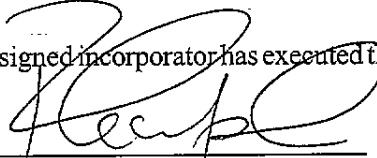
The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Robert E. Messick	2033 Main Street, Suite 600 Sarasota, Florida 34237

ARTICLE VIII

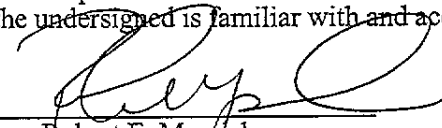
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5 day of January, 2001.


Name: Robert E. Messick

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PLAZA DE FLORES, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Robert E. Messick

Date: January 18, 2001

FILED
2001 FEB -6 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA