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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Continuum South Beach Realty, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION
OF
CONTINUUM SOUTH BEACH REALTY, INC.

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ARTICLES I - NAME

The name of the Corporation is: **CONTINUUM SOUTH BEACH REALTY, INC.**

ARTICLES II - DURATION

This Corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - MAILING ADDRESS

The initial mailing address is: 100 South Pointe Drive
Miami Beach, FL 33139

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to have issued 500 shares of common stock, each having One (\$1.00) Dollar par value.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

Brian Tague
c/o Tew Cardenas Rebak Kellogg Lehman De Maria, Tague,
Raymond & Levine, L.L.P.
201 S. Biscayne Boulevard, Suite 2600
Miami, Florida 33131-4336

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have Three (3) Director(s) initially. The number of Director(s) may be increased or diminished from time to time by the By-Laws. The names and addresses of the initial Director(s) of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Bruce Eichner	100 South Pointe Drive Miami Beach, FL 33139
Heinrich Von Hanau	100 South Pointe Drive Miami Beach, FL 33139
Aphrodite Steiner	100 South Pointe Drive Miami Beach, FL 33139

ARTICLE VIII - BY-LAWS

The By-Laws of this Corporation shall be adopted by the Directors. By-Laws may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership,

joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Brian Tague
c/o Tew Cardenas Rebak Kellogg Lehman De Maria, Tague,
Raymond & Levine, L.L.P.
201 S. Biscayne Boulevard, Suite 2600
Miami, Florida 33131-4336

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 11 day of May, 2001.


Brian Tague

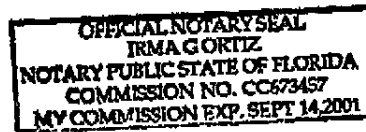
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

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The foregoing instrument was acknowledged before me this 11 day of May, 2001, by
Brian Tague, who is personally known to me.



NOTARY PUBLIC
Print Name _____
My commission expires: _____



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CONTINUUM SOUTH BEACH REALTY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami Beach, State of Florida, has named Brian Tague, located at 201 S. Biscayne Boulevard, Suite 2600, Miami, Florida 33131-4336, as its agent to accept service of process within Florida.

Dated: May 11, 2001

By: 
Brian Tague

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated: May 11, 2001

By: 
Brian Tague
Registered Agent

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