



526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

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01 JUN 25 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR PICKUP BY
UCC SERVICES
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852919/7875U

June 25, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Edge Hill at Las Brisas, Inc.

PO1000063086

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include
Articles & Amendments
- Fictitious Name Certificate
- Other **100004439941--7**

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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NOTIFIED
TO AGENCY OF RELEVANCE
OFFICE OF FILING

Retrieval Request

- Photocopy
- Certified Copy

-06/26/01--01001--003
*****78.75 *****78.75

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

J. BRYAN JUN 25 2001

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ARTICLES OF INCORPORATION

-of-

EDGE HILL AT LAS BRISAS INC., A FLORIDA CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is EDGE HILL AT LAS BRISAS INC., and the place of business shall be located at:

7400 N.W. 7TH STREET, SUITE 101
MIAMI, FL 33126

ARTICLE II

EFFECTIVE DATE AND DURATION

This corporation's existence shall be effective and commence as of June 21, 2001, and shall continue in perpetuity.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of engaging in any activities or businesses permitted under the laws of the United States or the State of Florida.

ARTICLES IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, which shall be designated "Common Shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

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

EDWARD HENKIN
7600 RED ROAD, #129
SOUTH MIAMI, FL 33143

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director(s) of this corporation is:

EDWARD HENKIN
7600 RED ROAD, #129
SOUTH MIAMI, FL 33143

EDUARDO A.CALIL
7400 N.W. 7TH STREET
SUITE 101
MIAMI, FL 33126

ARTICLE VII

INITIAL OFFICERS

The names and addresses of the initial officers of this corporation are:

EDWARD HENKIN, PRESIDENT
EDUARDO A.CALIL, VICE PRESIDENT
EDUARDO A. CALIL, SECRETARY

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

EDWARD HENKIN
7600 RED ROAD, #129
SOUTH MIAMI, FL 33143

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE X

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI

INDEMNIFICATION

The corporation shall have the authority to indemnify any officer, director or member, or any former officer, director or member, to the full extent permitted by law.

ARTICLE XII

AMENDMENT OF ARTICLES

The corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of June, 2001.



EDWARD HENKIN

STATE OF FLORIDA }
COUNTY OF DADE }

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared EDWARD HENKIN, who, after being duly sworn, acknowledged before me the execution of the foregoing instrument for the purposes therein expressed, and who produced FL. DRIVERS LICENSE as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of June, 2001.

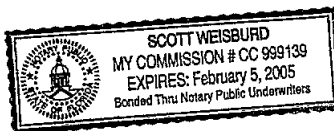


NOTARY PUBLIC, STATE OF FLORIDA

Name: SCOTT WEISBURD

Please Print

My commission expires:



DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process may be Served and Names and Addresses of the Officers and Directors.

Attached to the Articles of Incorporation of
EDGE HILL AT LAS BRISAS INC.
and made a part thereof

Pursuant to Florida Statutes, the following is submitted in compliance therewith and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, EDGE HILL AT LAS BRISAS INC., desiring to organize under the laws of the state of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named EDWARD HENKIN whose address is 195 CAOBA COURT, CORAL GABLES, FL 33143, as its Registered Agent to accept service of process within this state.

ACCEPTANCE

THAT, I agree, as Registered Agent, to accept Service of Process; to keep an office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.



EDWARD HENKIN
Registered Agent

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