



PO1000066679

ACCOUNT NO. : 072100000032

REFERENCE : 209233 80974A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Popkin

ORDER DATE : July 3, 2001

ORDER TIME : 4:21 PM

ORDER NO. : 209233-005

CUSTOMER NO: 80974A

CUSTOMER: Beverly Donnelly, Legal Asst
Popkin & Shurpin, P.a.

400004459584--7

Suite 114
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC FILING

NAME: ALBANESE-POPKIN HUGHES COVE,
INC. II

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

*624
W01-15392*

NOT RETURNED
TO AGENCY OF FILING
SUFFICIENCY OF FILING

FILED
2001 JUL -5 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUL -5 AM 9:07

POPKIN & SHURPIN, P.A.

Attorneys at Law
2499 GLADES ROAD, SUITE 114
BOCA RATON, FLORIDA 33431

FILED

2001 JUL -5 PM 3:34
BOCA RATON (561) 394-8333
FAX (561) 394-8413
EMAIL: popkin@bellsouth.net
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EDWARD D. POPKIN*
BARBRA T. SHURPIN**

* ALSO ADMITTED IN NEW YORK
** ALSO ADMITTED IN MASSACHUSETTS

July 2, 2001

Attn: New Filings
Dept. of State
State of Florida
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32309

Re: Albanese-Popkin Hughes Cove, Inc. II

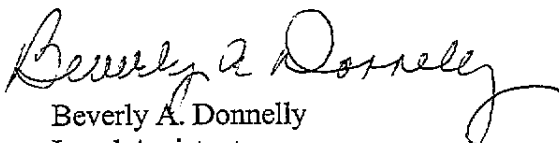
Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation for filing with the Secretary of State together with a check in the amount of \$78.50.

Kindly return to this office a conformed copy of the Articles of Incorporation together with your receipt.

Your prompt attention will be greatly appreciated.

Very truly yours,



Beverly A. Donnelly
Legal Assistant

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 JUL -5 PM 3: 34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 5, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ALBANESE-POPKIN HUGHES COVE, INC. II
Ref. Number: W01000015392

We have received your document for ALBANESE-POPKIN HUGHES COVE, INC. II and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 301A00039885

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
2001 JUL -6 PM 1: 36
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

RESUBMIT
Please give original
submission date as file date.

ARTICLES OF INCORPORATION
OF
ALBANESE-POPKIN HUGHES COVE, INC. II

FILED
2001 JUL -5 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of this corporation is:

ALBANESE-POPKIN HUGHES COVE, INC. II

2. The period of this corporation is perpetual.
3. The corporation may engage in any activity or business

permitted under the laws of the United States and of this State.

4. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock all of one class, having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

5. The address of its principal office is:
2499 Glades Road, Suite 114
Boca Raton, Florida 33431

and the name of its initial Registered Agent is Popkin & Shurpin, P.A. at 2499 Glades Road, Suite 114, Boca Raton, Florida 33431.

6. The number of directors constituting its initial Board of Directors is one, whose name and address is:

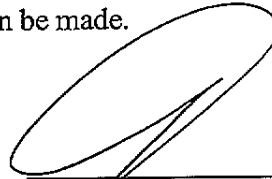
Edward D. Popkin
2499 Glades Road, Suite 114
Boca Raton, Florida 33431

7. The name and address of the Incorporator is:

Edward D. Popkin
2499 Glades Road, Suite 114
Boca Raton, Florida 33431

8. These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all stockholders sign a written instrument manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED this 2nd day of July, 2001.




Edward D. Popkin
Incorporator

STATE OF FLORIDA)

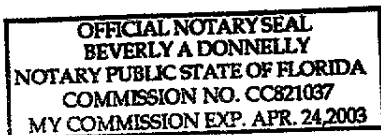
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Edward D. Popkin, who is to me well known to be the person described in and who subscribed the foregoing Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Boca Raton, Florida, in said County and State this 2nd day of July, 2001


NOTARY PUBLIC, STATE OF FLORIDA
BEVERLY A. DONNELLY

My commission expires:



FILED

2001 JUL -5 PM 3: 34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

ALBANESE-POPKIN HUGHES COVE, INC. II

desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida, has named:

POPKIN & SHURPIN, P.A.
2499 GLADES ROAD, SUITE 114
BOCA RATON, FLORIDA 33431

as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

POPKIN & SHURPIN, P.A.

BY: 

Edward D. Popkin