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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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FLORIDA PROFIT CORPORATION OR P.A.

AsheCapital Real Estate-FB, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
AsheCapital Real Estate-FB, Inc.

Article II. Address

The Corporation's mailing address is:
AsheCapital Real Estate-FB, Inc.
c/o Enrique J. Martin
1111 Brickell Avenue, Suite 2500
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Enrique J. Martin, Esq.
Barclays Financial Center
1111 Brickell Avenue, Suite 2500
Miami FL 33131

Article IV. Board of Directors

The incorporator shall hold an organizational meeting or execute a written consent to elect a Board of Directors who shall complete the organization of the Corporation.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Enrique J. Martin | FL Bar Member 958328
Hunton & Williams
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Miami FL 33131
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

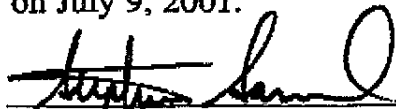
The name and address of the incorporator is:

Enrique J. Martin
Hunton & Williams
Barclays Financial Center
1111 Brickell Avenue, Suite 2500
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 9, 2001.

The undersigned incorporator executed these Articles of Incorporation on July 9, 2001.



ENRIQUE J. MARTIN

by S. T. Samuel as attorney-in-fact

Enrique J. Martin | FL Bar Member 958328
Hunton & Williams
Barclays Financial Center
1111 Brickell Avenue, Suite 2500
Miami FL 33131
305-810-2500
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

AsheCapital Real Estate-FB, Inc.

REGISTERED AGENT/OFFICE:

Enrique J. Martin, Esq.
Barclays Financial Center
1111 Brickell Avenue, Suite 2500
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ENRIQUE J. MARTIN, ESQ.
by S. T. Samuel as attorney-in-fact

Date: July 9, 2001

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