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August 14, 2001

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

VIA OVERNIGHT COURIER
8-15-01

Re: MADISON OCEAN REALTY CORP.

100004538991--2
-08/16/01--01088--009
*******78.75 *****78.75**

Gentlemen:

Please find enclosed herewith the duly executed charter of the above named corporation for filing under the laws of the state of Florida.

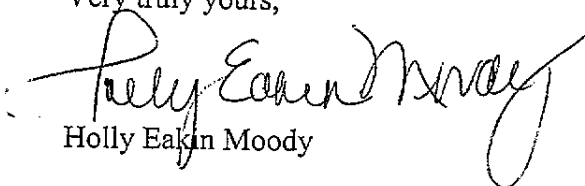
I am also enclosing herewith my check in the amount of \$78.75 as payment of the following items:

Filing fee	\$35.00
Registered Agent Fee	35.00
Certified copy	8.75

When you have completed the filing of this charter, will you please furnish me with the certified copy of same.

With best regards, I am,

Very truly yours,


Holly Eakin Moody

HEM/lst
enclosures

FILED
2001 AUG 16 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BB 7-20-01

FILED
2001 AUG 16 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MADISON OCEAN REALTY CORP.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be **Madison Ocean Realty Corp.**

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation shall be at:

3091 N.W. 46th Avenue, No. 403, Lauderdale Lakes, Florida 33313

ARTICLE III

DURATION

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

- a) To conduct the business of owning and managing real estate investment properties located in the State of Florida.
- b) The transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The authorized capital stock of this corporation shall be **one hundred (100) shares** of Common Stock at **One (\$1.00) Dollar** par value.

ARTICLE VI

RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Since this corporation shall issue only one class of stock, to wit: Common Stock, there shall be no preferences or limitations in respect to the individual shareholders of such stock.

ARTICLE VII

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the official registered office of the corporation is:

3091 N.W. 46th Avenue, No. 403, Lauderdale Lakes, Florida 33313;

and the name of the initial Registered Agent of this corporation is:

Anna Russo.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have two 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. The names and addresses of the initial directors of this corporation are:

Anna Russo at 3091 N.W. 46th Avenue, No. 403, Lauderdale Lakes, Florida 33313

Pietro Russo at 3091 N.W. 46th Avenue, No. 403, Lauderdale Lakes, Florida 33313

ARTICLE IX

INCORPORATORS

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

Anna Russo at 3091 N.W. 46th Avenue, No. 403, Lauderdale Lakes, Florida 33313

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of August, 2001.



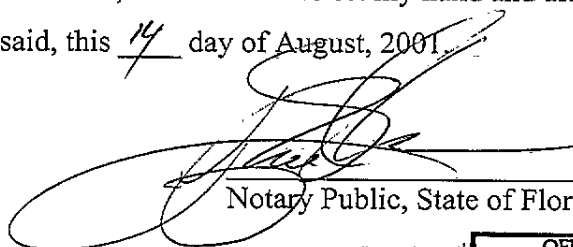
Anna Russo

STATE OF FLORIDA

COUNTY OF BROWARD

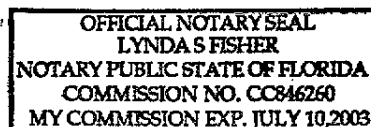
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared **Anna Russo**, who is personally known to me and personally known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14 day of August, 2001.




Notary Public, State of Florida

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent for the foregoing corporation with a registered office as set forth in the foregoing charter, the undersigned hereby agrees to act in that capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Anna Russo
Registered Agent
Date: 8-14-01