

P01000083816

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0381

EFFECTIVE DATE

8-19-01

From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXETROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

FLORIDA PROFIT CORPORATION OR P.A.

Premier Urban Properties, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Fax Audit No.: H01000092907

EFFECTIVE DATE

3-19-01

**ARTICLES OF INCORPORATION
OF
PREMIER URBAN PROPERTIES, INC.**

ARTICLE I - NAME

The name of this corporation is Premier Urban Properties, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

11030 N. Kendall Drive
Suite 100
Miami, Florida 33176.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, each share having a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

11030 N. Kendall Drive
Suite 100
Miami, Florida 33176;

and the name and address of the initial registered agent of this corporation are:

Francisco C. Robles
11030 N. Kendall Drive
Suite 100
Miami, Florida 33176.

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DIVISION OF CORPORATIONS

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ARTICLE VI -- COMMENCEMENT

This corporation shall commence as of 12:01 A.M., August 19, 2001.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two (2) persons. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The names and addresses of the initial directors of this corporation is:

Francisco C. Robles

11030 N. Kendall Drive
Suite 100
Miami, Florida 33176.

Alejandro Robles

11030 N. Kendall Drive
Suite 100
Miami, Florida 33176.

ARTICLE VIII -- INCORPORATOR

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

Francisco C. Robles
11030 N. Kendall Drive
Suite 100
Miami, Florida 33176.

ARTICLE IX -- BY-LAWS

In furtherance and not in limitation of the powers conferred by the laws of Florida, each of the Board of Directors and the shareholders are both expressly authorized and empowered to make, alter, amend and repeal the By-laws of this Corporation in any respect not inconsistent with the laws of the State of Florida or with these Articles of Incorporation. The shareholders of the Corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

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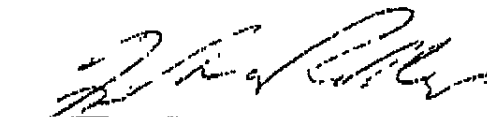
ARTICLE X – INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI – AMENDMENT

This corporation reserves the right to amend or repeal 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 has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 23rd day of August, 2001



Francisco C. Robles, Incorporator and
Registered Agent

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