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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

FLORIDA PROFIT CORPORATION OR P.A.

South Florida Real Estate Holdings, Inc.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
South Florida Real Estate Holdings, Inc.

Article II. Address

The Corporation's mailing address is:
South Florida Real Estate Holdings, Inc.
951 NE 167th Street
North Miami Beach FL 33162

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Vladimir Trinchler
951 NE 167th Street
North Miami Beach FL 33162

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Vladimir Trinchler
Michael Palterovich

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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Eduardo Garcia, Esq. | FL Bar Member
Garcia & Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive., Suite 200
Miami FL 33133
305-358-4800
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

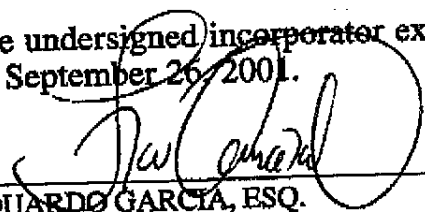
The name and address of the incorporator is:

Eduardo Garcia, Esq.
Garcia & Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive., Suite 200
Miami FL 33133

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 26, 2001.

The undersigned incorporator executed these Articles of Incorporation on September 26, 2001.



EDUARDO GARCIA, ESQ.

by F.E. Cammarata as attorney-in-fact

Eduardo Garcia, Esq. | FL Bar Member
Garcia & Baloyra
Grand Bay Plaza
2665 S. Bayshore Drive., Suite 200
Miami FL 33133
305-358-4800
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

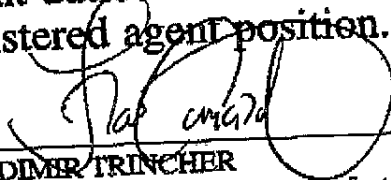
CORPORATION:

South Florida Real Estate Holdings, Inc.

REGISTERED AGENT/OFFICE:

Vladimir Trinchler
951 NE 167th Street
North Miami Beach FL 33162

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.


VLADIMIR TRINCHEER
by F.E. Cammarata as attorney-in-fact

Date: September 26, 2001

Eduardo Garcia, Esq. | FL Bar Member
Garcia & Baloyra
Grand Bay Plaza
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