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Fl. Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: HIDDEN CAY PROPERTIES, INC.
Articles of Incorporation

Ladies and Gentlemen:

Enclosed herewith for filing please two original executed copies of Articles of Incorporation for Hidden Cay Properties, Inc.

Please return to the undersigned one certified copy of the Articles of Incorporation of Hidden Cay Properties, Inc., for which we enclose our check in the amount of \$78.75 to cover the cost of the filing fee and certified copy.

Should you have any questions, please telephone the undersigned. Thank you for your attention to this matter.

Very truly yours,

LAZAN, TRUTE & ROBBINS

By: *Marjorie F. Robbins*
MARJORIE F. ROBBINS

MFR/hh
Enclosures

CC: Judith Mitchell

FILED
02 APR -9 AM 10:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE APR 16 2002

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ARTICLES OF INCORPORATION
OF
HIDDEN CAY PROPERTIES, INC.

FILED
02 APR -9 AM 10:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: **HIDDEN CAY PROPERTIES, INC.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Park Plaza Professional Building
Suite 105
120 E. Oakland Park Boulevard
Fort Lauderdale, Florida 33334

ARTICLE III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 2,000 shares of common stock at One Dollar (\$1.00) par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued qualify as "Section 1244 Stock," as such term is defined in the Internal Revenue Code and Regulations issued thereunder.

ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JUDITH MITCHELL
Park Plaza Professional Building
Suite 105
120 E. Oakland Park Boulevard
Fort Lauderdale, Florida 33334

ARTICLE V
PURPOSE

The general nature of the business or businesses to be transacted is as follows:

Section 1. As principal, agent, or broker, and on commission or otherwise; to buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein, or pertaining thereto; to construct, improve, repair, raze, and wreck buildings, structures, and works of all kinds, for itself or for others; to buy, sell, and deal in building materials and supplies; to advance loans secured by mortgages or other liens on real estate. Generally to do everything suitable, proper, and conducive to the successful conduct of a real estate agency and brokerage business in all its branches and departments.

Section 2. To engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI
DURATION

This corporation shall exist perpetually.

ARTICLE VII
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII
MANAGEMENT OF CORPORATE AFFAIRS

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Corporation shall have one (1) Director initially. The number of Directors of the Corporation may be increased from time to time by the By-Laws, but shall never be less than one (1). The method of selection of Directors is as stated in the By-Laws of this corporation. The name and address of the initial members of

the Board of Directors are as follows:

NAME

ADDRESS.

JUDITH MITCHELL

200 S.E. 9th Court
Pompano Beach, Florida 33060

ARTICLE IX

The name and street address of the Incorporator to these Articles of Incorporation is:

JUDITH MITCHELL

200 S.E. 9th Court
Pompano Beach, Florida 33060

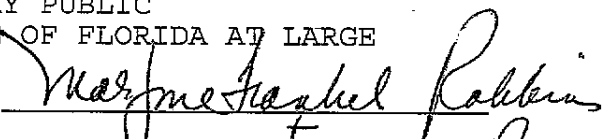
IN WITNESS WHEREOF, I the undersigned, being the Subscribing Incorporator, have hereunto set my hand and seal for the purpose of forming this corporation under the Laws of the State of Florida, this 8 day of April, 2002.


JUDITH MITCHELL

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 8 day of April, 2002, by JUDITH MITCHELL, as Subscriber and Incorporator, who is personally known to me ~~or who has produced her~~ as identification, and who did take an oath.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

Sign: 

Print: MARJORIE FRANKEL ROBBINS

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
MARJORIE FRANKEL ROBBINS
COMMISSION # CC834711
EXPIRES 7/19/2003
BONDED THRU ASA 1-288-NOTARY1

FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

02 APR -9 AM 10:06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: HIDDEN CAY PROPERTIES, INC.
2. The name and address of the Registered Agent and office is:

JUDITH MITCHELL
(NAME)

PARK PLAZA PROFESSIONAL BUILDING/SUITE 105
120 E. OAKLAND PARK BOULEVARD
(P.O. BOX NOT ACCEPTABLE)

FORT LAUDERDALE, FL. 33334
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


SIGNATURE
JUDITH MITCHELL

04/08/02
Date: