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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

carlisle regency, inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 4, 2002

EMPIRE

SUBJECT: CARLISLE REGENCY, INC.
REF: W02000025675

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Stewart Marcus
3225 Aviation Avenue, Suite 700
Coconut Grove, Florida 33133
(305) 860-8188

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 27, 2002

Florida Department of State
Division of Corporations

To Whom It May Concern:

I am the registered agent and sole director for a Florida corporation know as The Carlisle Regency, Inc. This corporation was filed for on February 11, 1999 (Document Number P99000014167) and subsequently administratively dissolved on September 21, 2001.

Please be advised that I will not be reinstating this entity and do not object to someone else using the name.

Sincerely,

Stewart Marcus

Stewart Marcus

SM/abw

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**ARTICLES OF INCORPORATION
OF
CARLISLE REGENCY, INC.**

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: CARLISLE REGENCY, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 6945 Carisle Way, Naples, Fl 33109.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 10,000 shares common stock no par value.

Unless otherwise stated in these articles, or in an amendment to these articles there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: Peter F. Fagan , 5311 S.W. 109th AVE., Ft. Lauderdale, FL 33328.

ARTICLE VII

The name and address of the officers and initial board of directors shall be:

PETER F. FAGAN
PRESIDENT /DIR.

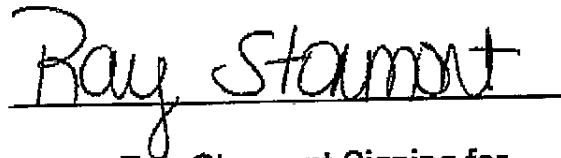
5311 S.W. 109th AVE., Ft. Lauderdale, FL
33328

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Empire Corporate Kit of America, Inc.
2444 N.W. 7th PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 28th day of AUGUST, 2002.



Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

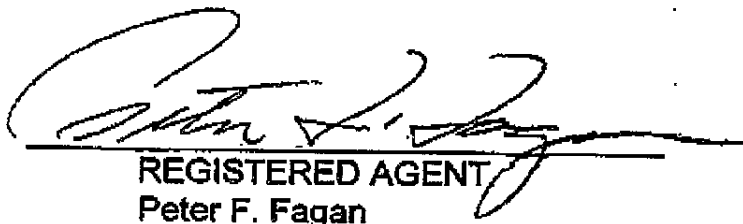
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CARLISLE REGENCY, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


REGISTERED AGENT
Peter F. Fagan

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