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

From: Account Name : FAS-T CORP. AGENTS, INC.
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
GRAND COURT OF POMPANO INC

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ARTICLES OF INCORPORATION
OF

GRAND COURT VILLAGE INC.

STATE OF FLORIDA
TALLAHASSEE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GRAND COURT VILLAGE INC.

The principal place of business of this corporation shall be:
16500 NW 84 AVENUE MIAMI, FL 33016

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

100 SHARES @ 1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ARTURO GODINEZ
16500 NW 84 AVENUE
MIAMI, FL 33016

ORLANDO BENITEZ
5725 SAN VICENTE
CORAL GABLES, FL 33134

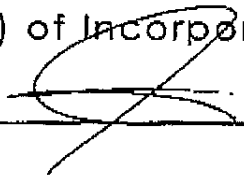
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator
(s) to this articles of incorporation is(are):

ARTURO GODINEZ
16500 NW 84 AVENUE
MIAMI, FL 33016

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 21st day of JANUARY 2003

Signature(s) of Incorporator(s)



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE 2003 JAN 22 AM 9:40

Pursuant to the provisions of Section 607.325, 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:

GRAND COURT VILLAGE INC.

2. The name and address of the registered agent and office is:

ARTURO GODINEZ

16500 NW 84 AVENUE

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33016

(CITY/STATE/ZIP)

SIGNATURE 

TITLE _____

DATE JANUARY 21, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE JANUARY 21, 2003