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FLORIDA PROFIT CORPORATION OR P.A.
ZION REALTY, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ZION REALTY, INC.

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the provision of the General Business Corporation Act of the State of Florida.

ARTICLE I

The name of the corporation shall be: ZION REALTY, INC.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be One Thousand Dollars (\$1,000.00).



Barry T. Shevlin, Esq.

Florida Bar No.: 511587

1111 Kane Concourse, Suite 605

Bay Harbor Islands, Florida 33154

(305) 868-0304

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ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 1,000 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

ARTICLE VI

The street address of the principal office of the corporation shall be: 3500 State Road 7, Suite#333B, Ft. Lauderdale, FL 33311.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation shall be one but no more than five, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Errol Walker
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

Harold Guy
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

Marcia Walker-Guy
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

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ARTICLE VIII

The name and address of the first officers of this corporation are as follows:

PRESIDENT/ SECRETARY/VICE PRESIDENT:

Errol Walker, President
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

Harold Guy, Vice President/Secretary
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation and the initial share holders are as follows:

Errol Walker
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

Harold Guy
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

Marcia Walker-Guy
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

ARTICLE X

The names and address of the initial incorporator is as follows:

Errol Walker
3500 State Road 7
Suite#333B
Ft. Lauderdale, FL 33311

ARTICLE XI

The designated registered agent for this corporation is Errol Walker whose address is as follows:

Errol Walker
1700 NW 14th Avenue
Ft. Lauderdale, FL 33311

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ARTICLE XII

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for ZION REALTY, INC. this 27th day of February, 2003

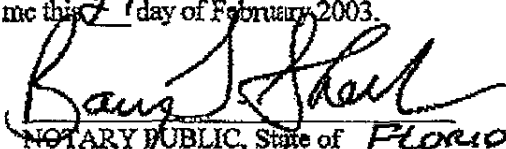
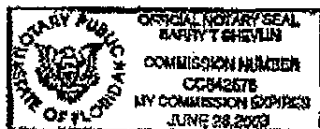

ERROL WALKERSTATE OF Florida

)ss.

COUNTY OF Miami Dade

BEFORE ME, the undersigned authority, this 27th day of February 2003, personally appeared Errol Walker who is personally known to me, and after being duly sworn on oath, deposed and said he has fully read and understood the foregoing Articles of Incorporation for ZION REALTY, INC. and has executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 27 day of February 2003.


NOTARY PUBLIC, State of Florida
Barry Shevlin
Printed Name

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SECRETARY OF STATE
TALLAHASSEE FLORIDACERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED; ZION REALTY, INC. DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT: 1700 NW 14TH AVENUE, FT. LAUDERDALE, FL 33311, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING ERROL WALKER, 1700 NW 14TH AVENUE, FT. LAUDERDALE, FL 33311. HAVING BEEN MADE 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 DUTIES.



REGISTERED AGENT
ERROL WALKER

Feb 27, 2003
DATE

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