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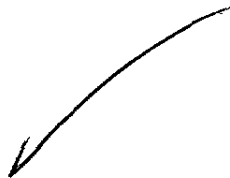
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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LAW OFFICES
MANDEL, WEISMAN, HEIMBERG, BRODIE & GRIFFIN, P.A.

BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD, SUITE 300
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ERIK S. BLOOM
Ext. 243
Email: ebloom@mandelweisman.com

March 17, 2003

Secretary of State
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation of JAG REAL ESTATE ASSOCIATES, INC.

Dear Secretary of State:

Enclosed is the original Articles of Incorporation of JAG REAL ESTATE ASSOCIATES, INC. along with a check in the amount of \$78.75, representing the requisite filing fees.

Please file the enclosed Articles, and provide this office with a certified copy thereof. Your assistance in this matter is greatly appreciated.

Sincerely,

MANDEL, WEISMAN, HEIMBERG, BRODIE & GRIFFIN, P.A.



Erik S. Bloom, Esquire
ESB/
Enclosure

**ARTICLES OF INCORPORATION
OF
JAG REAL ESTATE ASSOCIATES, INC.**

WE, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

ARTICLE ONE

The name of the Corporation shall be:

JAG REAL ESTATE ASSOCIATES, INC.

ARTICLE TWO

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The general nature of the business to be transacted by this Corporation shall be to engage in the business of buying, owning, selling, leasing, managing and constructing improvements upon real property, and in general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any or all things hereinabove set forth to the same extent as natural persons might or could do.

ARTICLE THREE

The maximum number of shares of stock which the Corporation shall have outstanding at any time shall be One Hundred (100) shares, common stock, One (\$1.00) Dollar par value. All or any part of the capital stock may be paid for either in lawful monies of the United States of America,

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TALLAHASSEE, FLORIDA

or in other assets transferred to the Corporation, at a true valuation as of the time of the exchange for stock.

ARTICLE FOUR

The principal office of the Corporation shall be located at:

411 Pine Avenue
Anna Maria Island, Florida 34216

ARTICLE FIVE

This Corporation shall have One (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1), nor more than three (3).

The Corporation shall indemnify all officers, directors, agents and employees of the Corporation to the fullest extent permitted by law.

ARTICLE SIX

The names and addresses of the members of the First Board of Directors and officers who shall hold office are as follows:

BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
Jason Goldstein	420 West 24 th Street, Apt. 11A New York, NY 10011

OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Jason Goldstein	President/Secretary	420 West 24 th Street, Apt. 11A New York, NY 10011
SueLynn	Vice President	426 Spring Avenue Anna Maria Island, Florida 34216

Dalita Keumurian Vice President

ARTICLE SEVEN

The names and addresses of each of the subscribers to these Articles of Incorporation are as follows:

NAME

ADDRESS

Jason Goldstein

420 West 24th Street, Apt. 11A
New York, NY 10011

ARTICLE EIGHT

This Corporation shall have full power to carry on and transact each or all of the business enumerated in Article Two of these Articles of Incorporation, and shall have all the general and additional powers now and hereafter conferred upon it by Law.

ARTICLE NINE

The registered Agent for service of process in the State of Florida, and its registered office shall be:

SueLynn
426 Spring Avenue
Anna Maria Island, Florida 34216

ARTICLE TEN

The duration of the Corporation's existence shall extend for the period beginning on the date of the filing of these Articles and extend perpetually.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hand and affixed their seal on this _____ day of February, 2003.



JASON GOLDSTEIN

ACKNOWLEDGMENT BY REGISTERED AGENT

The undersigned, having been named in the foregoing Articles of Incorporation of:

JAG REAL ESTATE ASSOCIATES, INC.

to accept service of process, hereby accepts such designation.

Sue Lynn
SUELYNN

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF Manatee)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared Sue Lynn known to me to be the person described in, who after first being duly sworn, executed the foregoing Articles of Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at said County and State, this 13th day of March, 2003.

Diana L. Percycoc
Notary Public

My Commission Expires:

March 21, 2005

