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TALLAHASSEE, FLORIDA

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WALLACE & MELLINGER, P.A.

ATTORNEYS AT LAW

225 N.E. MIZNER BOULEVARD
SUITE 300
BOCA RATON, FLORIDA 33432

TELEPHONE (561) 620-3217
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STEVEN E. WALLACE, ESQ
e-mail: Wallacelawfla@aol.com

May 22 2003

May 27, 2003

VIA FEDERAL EXPRESS
Florida Department of State
Registration Section
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

Investment

Re: 701 Washington Street, LLC and Southern Star Corp.

Gentlemen:

Enclosed please find the following:

- 1) An original and one (1) copy of the Articles of Incorporation for Southern Star Corp;
- 2) An original and one (1) copy of the Articles of Organization for 701 Washington Street, LLC;
- 3) A check in the amount of \$205.00 made payable to the Florida Department of State representing the filing fees for the above referenced entities.

Please return a file stamped copy to my attention in the enclosed self addressed stamped envelope.

Our name, address, and telephone number are referenced above.

Very truly yours,

WALLACE & MELLINGER, P.A.



By: Steven E. Wallace

ARTICLES OF INCORPORATION

OF

SOUTHERN STAR INVESTMENT CORP.

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03 MAY 29 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

SOUTHERN STAR INVESTMENT CORP.

The name and initial address of this Corporation shall be:
6307 Via Paladium, Boca Raton, Florida 33433-3849, with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE II

The Corporation is organized for the purpose of any lawful activity in the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock are as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$.01	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

The initial registered office of this Corporation is Wallace & Associates, P.A., 225 N.E. Mizner Boulevard, Suite 300, Boca Raton, Florida 33432. The initial registered agent is Steven E. Wallace.

ARTICLE V

The Corporation shall have two directors initially. The name and address of the first directors of the Corporation, who shall hold office for the first year or until his successor(s) is duly elected and qualified is:

Joanne P. Lithgow

6307 Via Palladium
Boca Raton, Florida 33433

Brian J. Lithgow

6307 Via Palladium
Boca Raton, Florida 33433

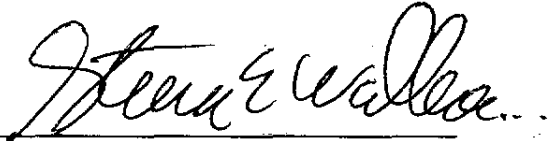
ARTICLE VI

The name and address of the Incorporator is: Steven E. Wallace, Wallace & Associates, P.A., 225 N.E. Mizner Boulevard, Suite 300, Boca Raton, Florida 33432.

ARTICLE VII

The Corporation may indemnify and insure its officers and directors to the fullest extent by law.

IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore name, for the purposes of forming a Corporation to do business within the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 21 day of May, 2003


Steven E. Wallace, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF
PROCESS AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

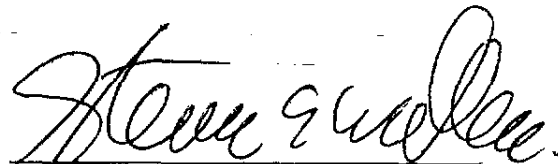
In compliance with the laws of the State of Florida, the following is submitted:
SOUTHERN STAR INVESTMENT CORP.

FIRST—That _____ desiring to organize under the laws of the State of Florida, has designated 225 N.E. Mizner Boulevard, Suite 300, Boca Raton, Florida 33432 as the place of business for the service of process within this state.

SECOND—That the above corporation has named Steven E. Wallace as its registered agent.

Having been named the statutory agent of the above professional association at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 2nd day of May, 2003


Steven E. Wallace, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA