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To:

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

From:

Account Name : SERBER & ASSOCIATES, P.A.
Account Number : I20000000083
Phone : (305) 932-6262
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FAXED**FLORIDA PROFIT CORPORATION OR P.A.**

Property
PENNYLANE CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 11, 2003

SERBER & ASSOCIATES, P.A.

Property
SUBJECT: PENNYLANE CORPORATION
REF: W03000037284

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6067.

Naysa Culligan
Document Specialist
New Filings Section

FAX Aud. #: H03000331431
Letter Number: 003A00066249

40300033/43/3

ARTICLES OF INCORPORATION OF
PENNYLANE PROPERTY CORPORATION

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be:

PENNYLANE PROPERTY CORPORATION

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Michelle N. Ferreira, Esq.
Serber & Associates, P.A.
Turnberry Plaza, Suite 801
2875 N.E. 191st Street
Aventura, Florida 33180

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be:

1110 Brickell Avenue, Suite 800
Miami, Florida 33131

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name	Address
Martin Ferrari	1110 Brickell Avenue, Suite 800 Miami, Florida 33131

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.


ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator	Address
Michelle N. Ferreira, Esq.	Turnberry Plaza, Suite 801 2875 N.E. 191 st Street Aventura, Florida 33180

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Michelle N. Ferreira, Esq.

STATE OF FLORIDA :
: SS
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared, MICHELLE N. FERREIRA, ESQ. who is personally known to me or who has produced _____ as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 4th day of December, 2003.

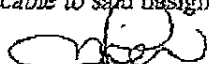


Daniel J. Serber
My Commission DD238814
Expires November 13, 2007


NOTARY PUBLIC, State of Florida

Print Name: DANIEL J. SERBER
My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


Michelle N. Ferreira, Esq., Registered Agent

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