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RENE'E LIBER
1326 SE 17TH STREET
FORT LAUDERDALE, FL 33316
TELEPHONE: (305) 760-7216
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JANUARY 3, 1995

Florida Dept. of State
Division Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

Dear Sirs,

Enclosed is my Corporate papers to open up "Holly Heights Management, Inc." If for any reason you need to contact me or to mail me back my corporate papers with the document number the address for the new Corporation will not be in effect until February 1, 1995, so please use the address on this letter head which is 1326 SE 17th Street, Fort Lauderdale, FL 33316. Thanking you in advance and hoping to receive all necessary paperwork as soon as possible. Again please do not send anything to new corporate address until after February 1, 1995 just to the address on this letterhead.

Sincerely Yours,

Rene'e M. Liber

Rene'e M. Liber

ARTICLES OF INCORPORATION
OF
HOLLY HEIGHTS MANAGEMENT, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of Florida.

ARTICLE I

The name of the corporation shall be HOLLY HEIGHTS MANAGEMENT, INC. Its business shall be located at 1492 Holly Heights Drive in Fort Lauderdale in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be to provide services in part or in full for any accounting related matters including tax preparations.

To provide services in part or in full for the management of hotels, motels, condominiums, or any other type of real estate.

To buy and sell real estate, to buy and sell personal property, either whole or retail; to purchase, own, sell, rent, lease, mortgage and to act as the agent in the buying, owning, selling, renting, leasing and mortgaging of property, whether real or personal or otherwise; to manufacture, acquire or dispose of real estate or personal properties, equities and securities of whatever nature or kind for both cash and credit; to buy and sell bonds, stocks, notes, mortgages or other indebtedness of security; to loan money either for itself or acting as agents in loaning and buying securities; to borrow money and to secure the same in whatever manner in which a corporation might do and is permissible under the laws of the State of Florida.

To do any and all of the things herein set forth to the same extent as natural persons might or could do and to any part of the world as principals, agents, contractors, or otherwise, and either alone or in company with others, purchase, hold and receive any of the shares of its capital stock.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 500 shares of \$1 par value. The shares will be distributed as follows: 245 shares which is 51% to Rene'e Liber and 245 shares which is 49% to Orlando Bueno.

ARTICLE IV

The amount of capital with which the Corporation will begin shall be Five Hundred (\$500.00) and no/100 Dollars.

ARTICLE V

The number of Directors of the Corporation shall be two.

ARTICLE VI

The Corporation shall have perpetual existence.

ARTICLE VII

The names and post office addresses of the initial Officers, Incorporator - Subscribers, who shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

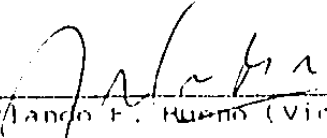
NAME	ADDRESS
Rene'e M. Liber (President)	1492 Holly Heights Drive Ft. Lauderdale, FL 33304
Orlando E. Bueno (Vice President)	1492 Holly Heights Drive Ft. Lauderdale, FL 33304

ARTICLE VIII

The Articles Of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board Of Directors proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles Of Incorporation be made.



Reneo M. Liber, (President)



Orlando E. Bueno (Vice President)

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48, 091, Florida Statutes, the following
is submitted, in compliance with said Act:

First--that HOLLY HEIGHTS MANAGEMENT, INC., desiring to organize
under the laws of the State of Florida with its principal office
as indicated in the Articles of Incorporation at City of Fort
Lauderdale, County of Broward, State of Florida, has named Rene'e
Liber, located at 1492 Holly Heights Drive, Fort Lauderdale, Florida
33304 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATING AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

BY Rene'e M. Liber
Rene'e M. Liber (Resident Agent)

FILED
JUN 10 1964
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
FORT LAUDERDALE