

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 323
904-222-9171
904-222-0191 FAX

CSC networks

Mail To:
P.O. Box 5828
Tallahassee, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 523809 10316A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : January 11, 1995

ORDER TIME : 2:01 PM

ORDER NO. : 523809

CUSTOMER NO: 10316A

CUSTOMER: Olga Molinn, Legal Assistant
SIDNEY BRODIE, ESQ

Penthouse 1
7270 N.w. 12th Street
Miami, FL 33126

RUSH WILL WAIT

DOMESTIC FILING

P 95000002830

400001876654

NAME: ATLANTIC LAND HOLDING, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

FILED
95 JAN 11 PM 2 35
SECRET
TALLAHASSEE, FLORIDA

DW
1-11-95
02/4

ARTICLES OF INCORPORATION
OF
ATLANTIC LAND HOLDING, INC.

FILED
95 JAN 11 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ATLANTIC LAND HOLDING, INC.

The address of the principal office of this corporation shall be 1364 Cottonwood Circle, Fort Lauderdale, Florida 33326 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Lee D. Glassman
Dir.

1364 Cottonwood Circle
Fort Lauderdale, Florida 33326

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on JANUARY 11, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: _____

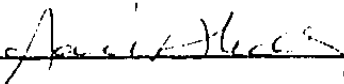
Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
95 JAN 11 PM 2 35
SECRET
TALLAHASSEE, FLORIDA

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: 
Its Agent, Gail Shelby

KBR/jwk

1201 HAYS STREET
TALLAHASSEE, FL 32301-3607
TEL 904-222-9111
FAX 904-222-0111

000-342-0086

P950000002830



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 201109 10316A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 24, 1996

ORDER TIME : 12:17 PM

ORDER NO. : 201109

CUSTOMER NO: 10316A

CUSTOMER: Sidney Brodie, Esq
Sidney Brodie, Esq
Penthouse 1
7270 N.W. 12th Street
Miami, FL 33126

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*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:13

CHANGE OF AGENT

NAME: ATLANTIC LAND HOLDING, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXX _____ PLAIN STAMPED COPY

CONTACT PERSON: Gail Williams

DIVISION OF CORPORATIONS

96 DEC 26 AM 9:10

RECEIVED

RA/RO
change
sf

12/26/96

Florida Department of State, Sandra B. Northem, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: ATLANTIC LAND HOLDING, INC.

1b. The mailing address of the corporation is: 1414 NW 107th Avenue, 4th Floor
Miami, Florida 33172

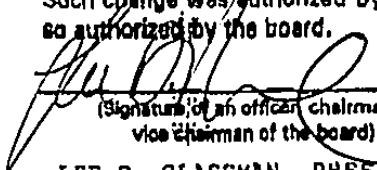
1c. Date of Incorporation: 1/11/95 Document number: P95000002030

2. The name and address of the current registered agent and office:
CORPORATION INFORMATION SERVICES, INC.
1201 Rays Street
Tallahassee, Florida 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)
SIDNEY Z. BRODIE, ESQ./INCORPORATOR
7270 NW 12th Street, Ph-I
Miami, Florida 33126

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or
vice chairman of the board)

11/27/96

(Date)

LEE D. GLASSMAN, PRESIDENT

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By: 

(Signature of Registered Agent)

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:13