

SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN 11 PM 3:20

ARTICLES OF INCORPORATION
OF
6400 CONGRESS POINT, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I
Name and Principal Office of Corporation

The name of this Corporation shall be 6400 Congress Point, Inc. The initial mailing address of the Corporation shall be 6400 N. Andrews Avenue, Ft. Lauderdale, Florida 33309.

ARTICLE II
Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

ARTICLE III
Stock

The total authorized capital stock of the Corporation shall be 10,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV
Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

K. Lawrence Gragg
White & Case
200 S. Biscayne Boulevard, Suite 4900
Miami, Florida 33131

ARTICLE V
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be White & Case, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131. The name of the initial Registered Agent of this Corporation at the above address shall be K. Lawrence Gragg.

ARTICLE VII
Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of one person.

ARTICLE VIII
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of

Shareholders, and thereafter until their successors are elected and have qualified, is as follows:

Terry W. Stiles
6400 N. Andrews Avenue
Ft. Lauderdale, Florida 33309

ARTICLE IX
BY-LAWS

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE X
Financial Information


The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 6th day of January, 1995.

By: _____


K. Lawrence Gragg

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In compliance with Florida Statutes Sections
48.091 and 607.0501 the following is submitted:

6400 Congress Point, Inc., desiring to organize
as a corporation under the laws of the State of Florida,
has designated White & Case, 200 S. Biscayne Boulevard,
Suite 4900, Miami, Florida 33131, as its initial Registered
Office and has named K. Lawrence Gragg located at said
address as its initial Registered Agent.

By: *K. Lawrence Gragg*
K. Lawrence Gragg
Incorporator

Having been named Registered Agent for the above
stated corporation, at the designated Registered Office,
the undersigned hereby accepts said appointment and agrees
to comply with the provisions of Florida Statutes Section
48.091 relative to keeping open said office. The
undersigned further agrees to comply with the provisions of
all statutes relating to the proper and complete
performance of the undersigned's duties, and the
undersigned is familiar with and accepts the obligations of
the undersigned's position as registered agent.

By: *K. Lawrence Gragg*
K. Lawrence Gragg
Registered Agent



P95000002864

April 29, 1997

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Annual Reports Section
409 E. Gaines Street
Tallahassee, FL 32399

6400 N. Andrews Avenue
Ft. Lauderdale, Florida 33309-2114
(954) 776-9300
(954) 771-0416 Fax
Internet: http://www.stiles.com
E-mail: stiles@stiles.com

Re: Filing of Annual Reports

To Whom It May Concern:

Enclosed for filing are:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 30 AM 10:42

- The fully-executed 1997 Profit Corporation Annual Reports and the filing fee of \$165.00 for each of the following:

C2T, Inc.
Glades Park, Inc.
L.H.T.W., Inc.
SEOLA, Inc.
SHSPEC, Inc.
Stiles Corporation
Tecado, Inc.
SEOLA II, Inc.

SHIP, Inc.
Stiles Silver, Inc.
Stiles-Ellis, Inc.
Stiles Third Avenue, Inc.
SSL Corporate Center, Inc.
North Hills Square, Inc.
Fort Lauderdale Investment Partnership, Inc.

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

- The fully-executed Articles of Dissolution and the filing fee of \$35.00 for each of the following:

Stiles Vizcaya Square, Inc.
Stiles Property, Inc.
6400 Congress Point, Inc.
Gull Associates, Inc.

SNWS, Inc.
SCBS, Inc.
Parkway, Inc.

DISS. sp 5/9/97

- The fully-executed Certificates of Cancellation and the filing fee of \$52.50 for each of the following:

SNWS, Ltd.
6400 Congress Point, Ltd.
Heron Investments, Ltd.
Stiles Property, Ltd.

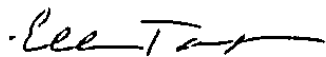
Stiles Metro, Ltd.
Parkway, Ltd.
Park Associates, Ltd.

FILING 35
R. AGENT _____
CERT. COPY _____
CUS _____
OVERPAYMENT _____
TOTAL 35

Florida Department of State
April 29, 1997
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Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Ellen Tannenbaum". The signature is fluid and cursive, with a long horizontal stroke at the end.

Ellen Tannenbaum
for Bryan W. Duke, Esq.

enclosures

FORM 62

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

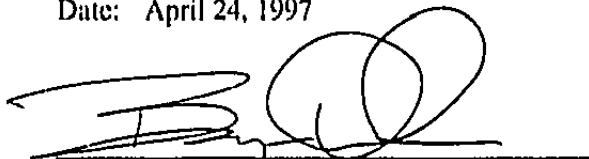
ARTICLES OF DISSOLUTION
BY BOARD OF DIRECTORS AND SHAREHOLDERS

97 APR 30 AM 10:42

Pursuant to FSA § 607.1403, this corporation submits the following articles of dissolution:

1. The name of the corporation is: 6400 Congress Point, Inc.
2. The date of incorporation of the corporation: 01/11/95
3. The date the dissolution was authorized: 12/31/96
4. The dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
5. These articles will be effective on filing.

Date: April 24, 1997



Bryan W. Duke
Vice President