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TO: DIVISION OF CORPORATIONS
HART, P.A.

FROM: THOMSON MURARO RAZOOK &

DEPARTMENT OF STATE
STATE OF FLORIDA
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###H94000010140###
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: PORTOFINO REALTY, INC.

FAX AUDIT NUMBER: H94000010140

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1995
THOMSON
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FLORIDA

**ARTICLES OF INCORPORATION
OF
PORTOFINO REALTY, INC.**

ARTICLE I - NAME

The name of this Corporation is Portofino Realty, Inc.

ARTICLE II - ADDRESS

The initial street address of the principal office and the mailing address of the Corporation shall be 446 Collins Avenue, Miami Beach, Florida 33139.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

Brian A. Hart
Florida Bar No. 288632
Thomson Microfilm & Hart, P.A.
One Southeast Third Avenue
17th Floor
Miami, Florida 33131
(305) 380-7200

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ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of the Corporation shall be One Southeast Third Avenue, 17th Floor, Miami, Florida 33131. The initial registered agent of the Corporation at such office shall be Brian A. Hart, who upon accepting this designation agrees to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, with respect to maintaining a registered agent and a registered office for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The name and address of the director constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Thomas Kramer	446 Collins Avenue Miami Beach, Florida 33139

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Thomas Kramer	446 Collins Avenue Miami Beach, Florida 33139


Thomas Kramer - Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been appointed as registered agent to accept service of process for Portofino Realty, Inc., hereby agrees to act in that capacity and further states that he is familiar with and accepts the obligations, and agree to comply with the provisions, of Sections 48.091 and 607.0501, Florida Statutes.


Brian A. Hart - Registered Agent

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