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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAR 22 AM 10:14

March 6, 1995

To Whom it May Concern:

Enclosed you will find The Articles of Incorporation of, McPhee Investment Group, Inc.

Please forward the accepted and filed copies of these articles to my C.P.A. at the following address:

Antonio Ralph Perez, C.P.A.
7850 N.W. 146th Street
Suite 516
Miami, Lakes, Fl. 33016


Thank you for your co-operation.

Sincerely,


MICHAEL A. MCPHEE

10000143685:1
-03/22/95--01098--003
*****70.00 *****70.00

4 70.00 filing fee
35.00 filing fee
35.00 Reg. Agent

 3-23

Articles of Incorporation
of
"McPhee Investment Group, Inc."

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ARTICLE I

The name of the Corporation is "McPhee Investment Group, Inc.".

ARTICLE II

Duration: The term of the existence of the corporation is perpetual.

ARTICLE III

Purpose: To acquire real estate for the purpose of renting, leasing or selling to the general public.

ARTICLE IV

Principal Office: The address of the principal office of the corporation is in this state and is:

110 N.W. 193rd Street
Miami, FL. 33169

ARTICLE V

Capital Stock: The aggregate number of shares for which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE VI

Capital: The minimum amount of capital with which the corporation shall begin business is \$100.

ARTICLE VII

Management: the business of the corporation shall be managed by the shareholders of the corporation rather than by a board of directors.

ARTICLE VIII

Incorporator: The name and post office address of the incorporator is:

110 N.W. 193rd Street
Miami, FL. 33169

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ARTICLE IX

Registered Agent: The street address of the initial registered agents' office is:

110 N.W. 193rd Street
Miami, Fl. 33169

and the name of the initial registered agent of this corporation at that address is **Michael A. McPhee**.

ARTICLE X

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this other corporation may be officers or directors of the said other corporations, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE XI

The corporation's principal office is at:

110 N.W. 193rd Street
Miami, Fl. 33169

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of March, 1995.

STATE OF FLORIDA

BE IT SO REMEMBERED, that on this 20 day of March, 1995
before me a notary public duly authorized in the state and county
named above to take acknowledgements personally appeared **Michael**
A. McPhee to me known to be the person described as the
incorporator in the foregoing articles of incorporation and he
acknowledged before me that he executed said articles of
incorporation.

Notary Public

Print Name: MAE LYNN KENNEDY
 commission No: MAE LYNN KENNEDY
 Expiration Date: NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC163707
MY COMMISSION EXPI. APR. 27, 1996

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATE: March 20th 1995