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: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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(((H95000004753))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BAY VIEW APRTMENTS, INC.
FAX AUDIT NUMBER: H95000004753 CURRENT STATUS: REQUESTED
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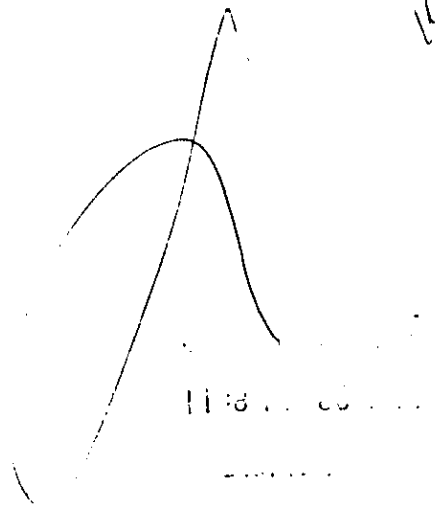
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*1195-9056
Reply 2nd page*

545A-26293



April 28, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: BAY VIEW APARTMENTS, INC.
REF: W95000009056

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE RE-FAX PAGE 2 OF THE ARTICLES

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000004753
Letter Number: 595A00020293

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida
32314

**ARTICLES OF INCORPORATION
OF**

RAY VIEW APARTMENTS, INC.

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is RAY VIEW APARTMENTS, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America, and of this State.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital common stock authorized to be issued by the Corporation will be one thousand (1000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of common stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. ADDRESS

The street address of the initial registered office and corporate office of this corporation is 2600 Douglas Road, 911 Douglas Centre, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is ROY R. LUSTIG.

The Board of Directors may from time to time move the principal office to any other address in Florida.

Law Offices of ROY R. LUSTIG, P.A.

2600 Douglas Road, 911 Douglas Centre, Coral Gables, FL 33134 - Telephone: (305) 442-1731 - Facsimile (305) 442-9716

ROY R. LUSTIG, ESQ.
2600 Douglas Rd. #911
Coral Gables, FL 33134 (305) 442-1731

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TALLAHASSEE, FLORIDA

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ARTICLE VI. DIRECTORS

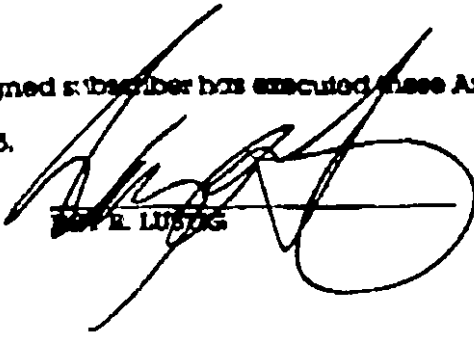
This corporation shall initially have three directors. The number directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and Addresses of the initial directors and officers of this corporation are:

ROY R. LUSTIG
2600 Douglas Road
911 Douglas Centre
Coral Gables, Florida 33134

ARTICLE VII. SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber is: ROY R. LUSTIG, 2600 Douglas Road, 911 Douglas Centre, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this 27 day of April, 1995.


ROY R. LUSTIG

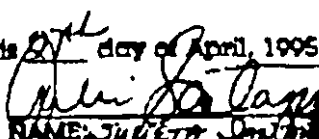
STATE OF FLORIDA

COUNTY OF DADE


)
)ss.
)

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County named to take acknowledgments, personally appear, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal, this 27th day of April, 1995.


NAME: Julia A. Santayana
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires: APR 24, 1998



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Law Office of ROY R. LUSTIG, P.A.
2600 Douglas Road, 911 Douglas Centre, Coral Gables, FL 33134 - Telephone: (305) 442-1731 - Facsimile: (305) 442-9714

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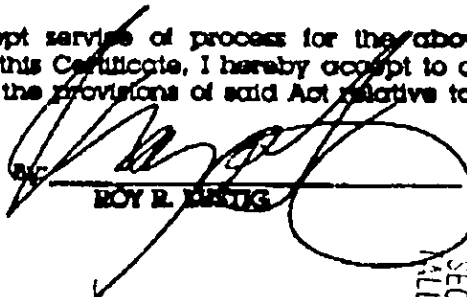
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - that BAY VIEW APARTMENTS, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named ROY R. LUSTIG as its agent to accept service of process within this State.

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

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 provisions of said Act relative to keeping open said business.



ROY R. LUSTIG

corporation BayView, Inc

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95 APR 28 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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