

JAN-24-1995 1:07 PM FROM TO 1:49:24 PM 1:01
 8/10/95 FLORIDA DIVISION OF CORPORATIONS 1:40 PM
 ((H95000008818)) PUBLIC ACCESS SYSTEM
 TO: 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- 3731-0000
 TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
 FAX: (904) 922-4000 PHONE: (305) 541-3694
 FAX: (305) 541-3770
 (((H95000008818))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: OCEANIA PROPERTIES, INC.
 FAX AUDIT NUMBER: H95000008818 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 08/10/1995 TIME REQUESTED: 13:20:37
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255
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 95 AUG 10 PM 4:43
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



RECEIVED
 95 AUG 10 PM 3:50
 DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
OCEANIA PROPERTIES, 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 OCEANIA PROPERTIES, 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, 111 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.

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(2)

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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:

CARMENZA DUARTE PAZ
c/o Roy R. Lustig
2600 Douglas Road
911 Douglas Centre
Coral Gables, Florida 33134

Director/President/Treasurer/Secretary

ARTICLE VII. SUBSCRIBERS

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

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this 10 day of August, 1995.

[Signature]
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 appeared, ROY R. LUSTIG, 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 10th day of August, 1995.

[Signature]
NAME: CARMENZA DUARTE PAZ
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



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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 OCEANIA PROPERTIES, 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 Coral Gables, 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.

By: 

ROY R. LUSTIG

c:\Oceania\Art

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9/06/95

FLORIDA DIVISION OF CORPORATIONS
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10:06 AM

((H95000009860)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

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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

FAX: (904) 922-4000

PHONE: (305) 541-3094

FAX: (305) 541-3770

((H95000009860)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: OCEANIA PROPERTIES, INC.

FAX AUDIT NUMBER: H95000009860

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/06/1995

TIME REQUESTED: 10:06:59

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CERTIFICATE OF STATUS: 1

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STATE
TALLAHASSEE, FLORIDA

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for*

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SEP -7 1995

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1992

OCEANIA PROPERTIES, INC.
2600 DOUGLAS ROAD
911 DOUGLAS CENTER
CORAL GABLES, FL 33134

SUBJECT: OCEANIA PROPERTIES, INC.
RRE: P95000062006

We received your electronically transmitted document. However, the document has not been filed and will be in the following situation:

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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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000009860
Letter Number: 495100061244

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 7, 1995

OCEANIA PROPERTIES, INC.
2600 DOUGLAS ROAD
911 DOUGLAS CENTRE
CORAL GABLES, FL 33134

SUBJECT: OCEANIA PROPERTIES, INC.
REF: P95000062006

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Linda Stitt
Corporate Specialist

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Letter Number: 995A00041340

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 7, 1995

OCEANIA PROPERTIES, INC.
2600 DOUGLAS ROAD
911 DOUGLAS CENTRE
CORAL GABLES, FL 33134

SUBJECT: OCEANIA PROPERTIES, INC.
REF: P95000062006

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

Please correct your document to reflect that it is filed pursuant to the correct statute number.

Amendments are filed in compliance with section 607.1006, Florida Statutes.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000009860
Letter Number: 595A00041407

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

ARTICLES OF AMENDMENT AND
CHANGE OF NAME OF
OCEANIA PROPERTIES, INC.

(3)

Pursuant to Section 607.1006 of the Florida Statutes OCEANIA PROPERTIES, INC., a Florida corporation (the "Corporation"), certifies that:

1. The original articles of Incorporation of the Corporation were filed by the Department of State on August 10, 1995;

2. The Amendment to the Articles of Incorporation were duly adopted by the Corporation's Board of Directors on August 28, 1995;

3. The Articles of Incorporation of the Corporation are amended as follows:
a) Article I of the Articles of Incorporation is amended to change the name of the corporation from OCEANIA PROPERTIES, INC., to 164 OCEAN VIEW PROPERTIES, INC.

4. This amendment to the Articles of Incorporation was duly adopted by the shareholders of the Corporation on August 28, 1995.

5. There are no discrepancies between the provisions of the Articles of Incorporation, and the provisions of this amendment of Articles of Incorporation other than the inclusion of the foregoing amendment, which was adopted pursuant to Section 607.1003, Florida Statutes, and the omission of matters of historical interest.

The text of the Articles of Incorporation of the Corporation is amended as described above, effective as of the date of filing with the Department of State.

The undersigned has executed, subscribed and acknowledged this Amendment and Change of Name of the Articles of Incorporation on August 28, 1995.


CARMENZA DUARTE PAZ, President

ROY R. LUSTIG, P.A.
2600 Douglas Road
Suite 911
Coral Gables, Florida 33134
Attention: Roy R. Lustig, Esq.
Fla. Bar No. 280070
Telephone: (305) 442-1731

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

P95000062006

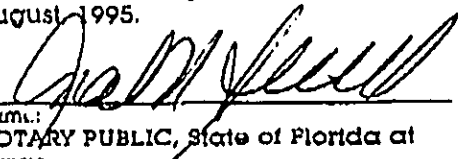
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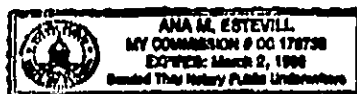
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

On this day personally appears before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, CARMENZA DUARTE PAZ, President of OCEANIA PROPERTIES, INC., and she acknowledged that she executed the foregoing Certificate of Amendment as such officer for and on behalf of said corporation after having been duly authorized to do so. She is personally known to me or has produced Itanduras as identification and, did take an oath.

Witness my and official seal at Miami, Dade County, Florida this 28 day of August, 1995.


Name: _____
NOTARY PUBLIC, State of Florida at
Large.

My Commission Expires:



c:\OceArt.Amd