

LAW FIRM
SADER & ALBERTINE
A PROFESSIONAL ASSOCIATION

MICHAEL O. ALBERTINE*
ROBERT J. SADER**
MICHAEL R. LE MAIRE

Also Admitted in New Jersey*
Also Admitted in Ohio**

THEODORE J. BRILL
of Counsel

P95000063139

August 7, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32301

Re: BONNEVILLE GROUP REALTY DEVELOPMENT, INC.

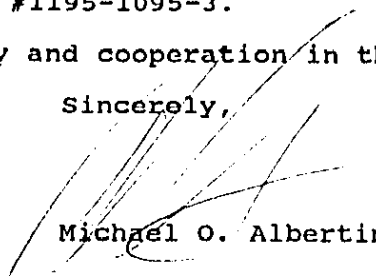
Dear Sir and Madam:

Please find enclosed original and one copy of the Articles of Incorporation for the above-captioned entity. I have also enclosed a check for \$122.50 for the filing of said Articles.

Please return to us a Certified Copy of same via Federal Express, charging it to our account #1195-1095-3.

Thank you for your courtesy and cooperation in this matter.

Sincerely,


Michael O. Albertine, Esq.

MOA:ch
cc: Sal De Guido

FILED
AUG 15 AM 9:50
TALLAHASSEE, FLORIDA

(524)

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W95-16284

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LAW OFFICES
SADER & ALBERTINE
ATTORNEYS AT LAW

MICHAEL C. ALBERTINE*
ROBERT L. SADER**
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THEODORE J. DUNN
of Counsel

VIA FEDERAL EXPRESS

Also Admitted in New Jersey*
Also Admitted in Ohio**

August 14, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399
ATTN: Brenda Baker


RE: Articles of Incorporation of
DONNEVILLE GROUP REALTY DEVELOPMENT, INC.
Ref. # W-95-000016284

Dear Brenda:

Pursuant to our telephone conversation of this date please replace the Articles of Incorporation dated August 7, 1995 which you are holding in your pending file with the enclosed Articles of Incorporation. The correction for the Incorporator has been made along with the number of Authorized Shares being added.

Thank you for your attention to this matter.

Very truly yours,


Carol Whitford

ARTICLES OF INCORPORATION
OF

BONNEVILLE GROUP REALTY DEVELOPMENT, INC.

FILED
95 AUG 15 AM 9:50
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be BONNEVILLE GROUP REALTY DEVELOPMENT, INC., and the initial address of this corporation shall be 2700 W. Atlantic Blvd. Suite 204, Pompano Beach, Florida 33069.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
7,500	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 2200 W. Commercial Boulevard, Suite 301, Fort Lauderdale, Florida 33309, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Michael O. Albertino, Esquire.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

NAME SAL DE GUIDO
3900 Galt Ocean Drive - Apt. 2701
Fort Lauderdale, FL 33308

NAME ROBERT GONZALEZ
5901 NW 70th Ave.
Tamarac, FL 33021

NAME DONNA COOK
414 Lakeside Circle
Sunrise, FL 33326

ARTICLE VIII

The name and address of the Incorporator is Michael O. Albertino, Esq., 2200 West Commercial Blvd., Fort Lauderdale, FL 33309.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other

director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 14 day of August, 1995.


MICHAEL O. ALBERTINE, Esq.
Incorporator

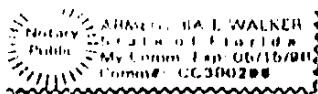
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared MICHAEL O. ALBERTINE, Esq., to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed, and that I

relied upon the following form of identification of the above-named person:

Personal Knowledge and State of Florida Driver's License

WITNESS my hand and official seal in the State and County aforesaid, this 14th day of August, 1995.



Aaron E. Walker
Notary Public

My Commission Expires: 6/16/99

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

In compliance with the laws of Florida, the following is submitted:

First, That BONNEVILLE GROUP REALTY DEVELOPMENT, INC. desiring to organize under the laws of the State of Florida, has named Michael O. Albertine, Esq., 2200 W. Commercial Boulevard, Suite 301, Fort Lauderdale, County of Broward, State of Florida 33308, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.0501, Florida Statutes.

Michael O. Albertine, Esq.
Registered Agent

DATED: this 14th day of August, 1995.