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9600008354

ACCOUNT NO. : 072100000032

REFERENCE : 820957 82509A

AUTHORIZATION :

COST LIMIT : 0 PPD

ORDER DATE : January 26, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 820957

CUSTOMER NO: 82509A

CUSTOMER: Vincent J. Owoc, Esq.
VINCENT OWOC, ESQ

Suite 203
4801 S. University Drive
Davie, FL 33328

000001698090
-01/26/96--01041--042
****140.00 *****70.00

DOMESTIC FILING

NAME: ALLIANCE REALTY & INVESTMENTS,
INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: HARRY DAVIS

EXAMINER'S INITIALS:

FILED
96 JAN 26 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 JAN 26 AM 11:07
DIVISION OF CORPORATION

T. BROWN JAN 26 1996

ARTICLES OF INCORPORATION
OF
ALLIANCE REALTY & INVESTMENTS, INC.

FILED
96 JAN 26 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby makes, adopts, subscribes and acknowledges before a Notary Public, and files with the Secretary of State of the State of Florida, the following Articles of Incorporation for such corporation:

ARTICLE ONE

Name

The name of the corporation is **ALLIANCE REALTY & INVESTMENTS, INC.**

ARTICLE TWO

Mailing Address and Principal Office

The mailing address and principal office of the corporation is 6024 Washington Street, Hollywood, Florida 33024.

ARTICLE THREE

Purpose

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE FOUR

Capitalization

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of Common Stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE FIVE

Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX

Registered Office and Agent

The street address of the initial registered office of the corporation is 6024 Washington Street, Hollywood, Florida 33024, and the name of its initial registered agent at that address is JAMES G. VILLARROEL. Notwithstanding the above, this corporation may move the principal office to any other address.

ARTICLE SEVEN

Incorporator

The name and address of the incorporator is:

JAMES G. VILLARROEL

6024 Washington Street, Hollywood, Florida 33024.

ARTICLE EIGHT

Directors

The initial board of directors of the corporation shall consist of two directors and such directors shall hold office for the first year of the corporation's existence, or until a successor has been duly elected and qualified, or until their earlier resignation, removal from

office or death. The number of directors may be either increased or decreased by the bylaws of the corporation but shall never be less than one. The name and address of the initial directors are: James G. Villarroel, 6024 Washington Street, Hollywood, Florida 33024 and Richard R. Macier, 6024 Washington Street, Hollywood, Florida 33024.

ARTICLE NINE

Indemnification

The corporation shall indemnify any officer, director, employee or agent, or any former officer, director, employee or agent, to the full extent permitted by law.

ARTICLE TEN

By-laws

The shareholders of the corporation shall have the power to adopt, alter, amend or repeal the by-laws of the corporation.

ARTICLE ELEVEN

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of January, 1996.



JAMES G. VILLARROEL

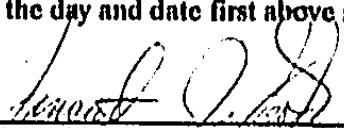
STATE OF FLORIDA
COUNTY OF BROWARD

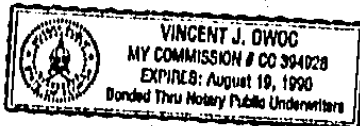
BEFORE ME, the undersigned authority, personally appeared, JAMES G.

VILLARROEL, who is personally known to me or who has produced his Florida Driver's License as identification and who, after being by me first duly cautioned and sworn, deposes and says under oath that he is the party to the foregoing Articles of Incorporation and he executed such articles voluntarily, and that the facts therein are true.

WITNESS my hand and seal at Davie, Florida, the day and date first above set forth.

My commission expires:


Notary Public, State of Florida



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ALLIANCE REALTY & INVESTMENTS, INC.

2. The name and address of the registered agent and office is:

JAMES G. VILLARROEL

(NAME)

6024 Washington Street

(P.O. BOX NOT ACCEPTABLE)

Hollywood, Florida 33024.

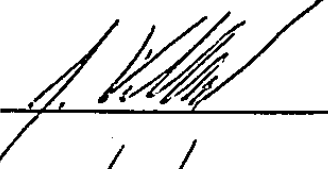
(CITY/STATE/ZIP)

96
FILED
JAN 26 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE


1/25/96