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96 APR 30 PM 2:06  
SECRET  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 936662 5015487

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 131.25

ORDER DATE : April 30, 1996

ORDER TIME : 12:26 PM

ORDER NO. : 936662

100001801341

CUSTOMER NO: 5015487

CUSTOMER: Ms. Linda P. Greer  
WHITE & BROWN, P.A.

Suite 100, First Union Bldg.  
7100 North Kendall Drive  
Miami, FL 33156

DOMESTIC FILING

NAME: SANDOMENICO REALINVEST CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

*5-1-96*

ARTICLES OF INCORPORATION  
OF  
SANDOMENICO REALINVEST CORP.

FILED  
96 APR 30 PM 2 01  
SEAL  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is SANDOMENICO REALINVEST  
CORP.

ARTICLE II

This corporation is to have perpetual existence.

ARTICLE III

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

ARTICLE IV

This corporation is authorized to issue One Thousand  
(1,000) shares of One Hundred and No/100 Dollars (\$100.00) par  
value, common stock.

ARTICLE V

The street address of the initial principal office of  
this corporation is 9100 S. Dadeland Blvd., Suite 1700, Miami,  
FL 33156, and the name and address of the initial registered  
resident agent of the corporation is B. Mackay Brown, Esq.,

White & Brown, P.A., 7100 N. Kendall Dr., Suite 100, Miami, FL  
33156.

#### ARTICLE VI

This corporation shall have four (4) directors initially.  
The number of directors may be 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 of this  
corporation are:

Sergio Melpignano  
c/o Orion Investment  
9100 S. Dadeland Blvd.  
Suite 1700  
Miami, FL 33156

Cataldo Melpignano  
c/o Orion Investment  
9100 S. Dadeland Blvd.  
Suite 1700  
Miami, FL 33156

Vita Maria Melpignano  
c/o Orion Investment  
9100 S. Dadeland Blvd.  
Suite 1700  
Miami, FL 33156

Roberto Chiantera  
c/o Orion Investment  
9100 S. Dadeland Blvd.  
Suite 1700  
Miami, FL 33156

#### ARTICLE VII

The name and address of the person signing these Articles  
of Incorporation is:

B. Mackay Brown  
Suite 100  
7100 N. Kendall Dr.  
Miami, FL 33156

#### ARTICLE VIII

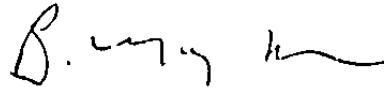
The corporation shall indemnify any officer or director

or any former officer or director to the full extent permitted by law.

**ARTICLE IX**

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

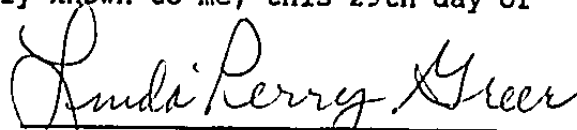
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of April, 1996.



B. MACKAY BROWN, Incorporator

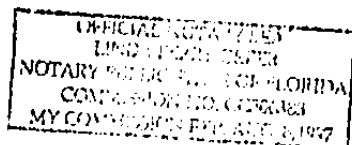
STATE OF FLORIDA :  
: SS.  
COUNTY OF DADE :

The foregoing instrument was acknowledged before me by B. MACKAY BROWN, who is personally known to me, this 29th day of April, 1996.



Notary Public, State of Florida,  
at Large.

My commission expires:



ACCEPTANCE OF RESIDENT AGENT

FILED  
96 APR 30 PM 2 01  
SEAL  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that I am a permanent resident of Miami, Dade County, Florida, with my business address as indicated above, and I hereby accept the foregoing designation as Resident Agent of SANDOMENICO REALINVEST CORP.

  
\_\_\_\_\_  
B. MACKAY BROWN