PROPERTIES OF FLORIDA

Conimercial Real Estate & Development

96 MAY 13 PM 12: 20 BEGARASSEE, FLORIDA

May 9, 1996

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

RE: Hypoluxo Partners, Inc.

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent. Enclosed is our check for \$70.00 for the filing fee.

Please process and return the copy to us. If you have any questions, please contact me at (954) 565-5999.

Very truly yours,

JM PROPERTIES OF SOUTH FLORIDA, INC. As Agent for Hypoluxo Partners, Inc.

Incorporator

JSN: jb Enclosures

14/20/96

ARTICLES OF INCORPORATION

96 HAY 13 PH 12: 20

TALEAHASSLE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Hypoluxo Partners, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3201 North Federal Highway Suite 300 Fort Lauderdale, Florida 33306

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jonas S. Nordal 3201 North Federal Highway Suite 300 Fort Lauderdale, Florida 33306

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of incorporation is(are):

Jonas S. Nordal and Mark L. Sagor, INCORPORATORS 3201 North Federal Highway Suite 300 Fort Lauderdale, Florida 33306

The following are officers of the corporation:

PRESIDENT:

Jonas S. Nordal

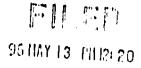
VICE PRESIDENT/SECRETARY: Mark L. Sager

The unde	ersigned inco	orporator(s) has(h	ave) executed these Articles	of Incorporation thi
9th	day of	May	, 1996	
(An addit	ional article	must be added if	an effective date is requested Signature	.)
			Signature	
			Signature	

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OF VICE



PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTESACHE FLORIDA 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: Hypoluxo Partners, Inc.
2.	The name and address of the registered agent and office is:
	Jonas S. Nordal
	(NAME)
	3201 North Federal Highway, Suite 300 (P.O. Box or Mail Drop Box NOT ACCEPTABLE)
	Fort Lauderdale, Florida 33306 (CHY/STATE/ZIP)
co ag re.	aving been named as registered agent and to accept service of process for the above stated rporation at the place designated in this certificate, I hereby accept the appointment as registered ent and agree to act in this capacity. I further agree to comply with the provisions of all statutes lating to the proper and complete performance of my duties, and I am familiar with and accept the ligations of my position as registered agent.
	May 9, 1996 (SIQNATURE) (DATE)