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Tedesco & Landis, P.A.
ATTORNEYS AT LAW
COMPTON FINANCIAL CENTER, SUITE 302
980 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

FILED

96 MAY 30 10 45 AM '96
TELEPHONE (561) 391-3506
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ROY S. TEDESCO
DANIEL M. LANDIS
JONATHAN P. KROSS
OF COUNSEL
ALSO MEMBER OF
NEW YORK BAR

May 30, 1996

VIA FEDERAL EXPRESS
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-06/03/96--01060--014
***122.50 ***122.50

RE: 33 S.W. 1ST AVENUE CORP.
Our File No.: R-960551


Dear Sir or Madam:

Enclosed are the following:

1. Original Articles of Incorporation for the named entity and one (1) duplicate copy.
2. Return, postage-prepaid envelope.
3. Tedesco & Landis, P.A. Operating Account check no. 2925 in the amount of \$122.50 made payable to "The Florida Department of State, Division of Corporations".

Kindly process the enclosed Articles as is customary, returning a conformed and certified copy of the Articles of Incorporation, together with an acknowledgement of filing, to this office in the enclosed, postage-prepaid envelope.

Should you have any questions with regard to the enclosed materials, or the contents of this letter, please contact the undersigned.

Very truly yours,

ROY S. TEDESCO

RST/vt
Enclosures
(letters1\deptstate.fil)

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6-5-96

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96 MAY 31 11 40 AM
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
33 S.W. 1ST AVENUE CORP.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: 33 S.W. 1ST AVENUE CORP. The principal office, if known, or the mailing address of the Corporation is: 980 N. Federal Highway, Suite 302, Boca Raton, Florida 33432.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Shares. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 980 N. Federal Highway, Suite 302, Boca Raton, Florida, 33432, and the name of its initial Registered Agent at that address is Roy S. Tedesco.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

<u>Director's Name</u>	<u>Address</u>
Roy S. Tedesco	980 N. Federal Hwy., Suite 302 Boca Raton, FL 33432
Daniel M. Landis	980 N. Federal Hwy., Suite 302 Boca Raton, FL 33432

Article 7. Incorporators. The name and address of each Incorporator is as follows:

<u>Incorporator's Name</u>	<u>Address</u>
Roy S. Tedesco	980 N. Federal Hwy., Suite 302 Boca Raton, FL 33432

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 30th day of May, 1996.

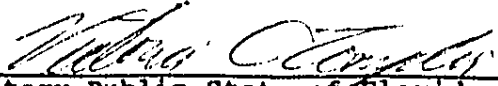


ROY S. TEDESCO

STATE OF FLORIDA
COUNTY OF PALM BEACH


The foregoing instrument was acknowledged before me this 30th day of May, 1996 by ROY S. TEDESCO, as INCORPORATOR of 33 S.W. 1ST AVENUE (CORP., and

(please check one)
X is (are) personally known to me OR
_____ has (have) produced _____ as
_____ identification.



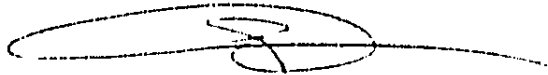
Notary Public State of Florida
VICTORIA C. TOMPKINS
Printed Name of Notary Public

My commission expires:


VICTORIA C TOMPKINS
My Commission CC363437
Expires Jul. 18, 1998
Bonded by HAI
800-422-1888

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.



ROY S. TEDESCO

Dated: 5/30/96

996000047899

Attorneys at Law
COMPTON FINANCIAL CENTER SUITE 402
980 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

ROY S. TEDESCO
DANIEL M. LANDIS

JONATHAN P. KROSS
OF COUNSEL
ALSO MEMBER OF
NEW YORK BAR

August 16, 1996

TELEPHONE
(561) 391-5506
FACSIMILE
(561) 391-5676
1996 AUG 23 10 11 AM

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-08/20/96--01135--007
*****35.00 *****35.00

RE: 33 SW 1st AVENUE CORP.
Our File No.: B-960078

Dear Sir or Madam:

Enclosed are the following:

1. Original Articles of Amendment to Articles of Incorporation and one (1) duplicate copy.
2. Return, postage-prepaid envelope.
3. Tedesco & Landis, P.A. Operating Account check no. 3095 in the amount of \$35.00 made payable to "The Florida Department of State".

Kindly process the enclosed Articles of Amendment as is customary, returning an acknowledgement of filing to this office in the enclosed, postage-prepaid envelope.

Should you have any questions with regard to the enclosed materials, or the contents of this letter, please contact the undersigned.

Very truly yours,


ROY S. TEDESCO

RST/ews
cc: 33 SW 1st AVENUE Corp.
Enclosures
(letters\deptstate.33)

N. HENDRICKS AUG 23 1996

Amend.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
33 S.W. 1st AVENUE CORP.**

96 AUG 20 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation, 33 S.W. 1st AVENUE CORP., as indicated in Article I of the Articles of Incorporation is herewith amended and changed to:

'TRAYNOR STREET CORP.


SECOND: The date of the amendment's adoption was August 13, 1996.

FOURTH: The amendment was unanimously approved by the shareholders.

FIFTH: Except as set forth above, the articles of incorporation of the corporation remains unchanged.

Signed this 13 day of August, 1996.

(Seal)



Signature

Name: Roy S. Tedesco
Title: President

(articles\amend-1.33)