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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 311-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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FAX: (305) 541-3770

((H96000009329))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: OCEANSIDE ASSETS, INC.
FAX AUDIT NUMBER: H96000009329 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/05/1996 TIME REQUESTED: 12:09:03
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 5, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER STREET
SUITE 200
MIAMI, FL 33135

SUBJECT: OCEANSIDE ASSETS, INC.
REF: W96000014152

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: M96000009329
Letter Number: 596A00033027

ARTICLES OF INCORPORATION
OF
OCEANSIDE ASSETS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is OCEANSIDE ASSETS, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America, and of this State.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital common stock authorized to be issued by the Corporation will be one thousand (1000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of common stock will entitle the holder thereof to one (1) vote at any meeting of stockholders.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. ADDRESS

The street address of the initial registered office and ^{principal} corporate office of this corporation is 2600 Douglas Road, Suite 911, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is ROY R. LUSTIG.

The Board of Directors may from time to time move the principal office to any other address in Florida.

Roy R. Lustig, Esq.
2600 Douglas Rd. #911
Coral Gables, FL 33134
(305) 442-1731
Fl. Bar No. 280070

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ARTICLE VI. DIRECTORS

This corporation shall initially have one director. The number of directors may be either increased or diminished from time to time by the by-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

MARILYN GADINSKY
c/o Roy R. Lustig, Esq.
2600 Douglas Road
Suite 911
Coral Gables, Florida 33134

ARTICLE VII. SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber is: 2600 Douglas Road, Suite 911, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5 day of July, 1996.


MARILYN GADINSKY

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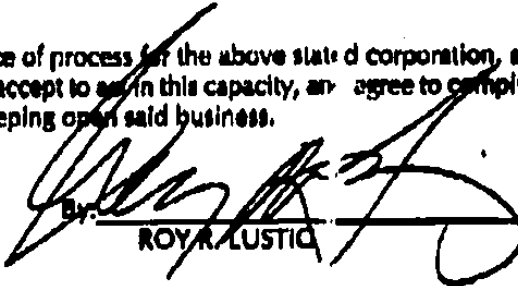
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act;

FIRST - that OCEANSIDE ASSETS, INC, desiring to organize under the laws of the State
of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of
Miami, County of Dade, State of Florida, has named ROY R. LUSTIG as its agent to accept
service of process within the State.

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

Having been named to accept service of process for the above stated corporation, at
place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said business.


By: _____
ROY R. LUSTIG

c:\Oceanside.Ant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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