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ACCOUNT NO. : 072100000032

REFERENCE : 085027 127826A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 13, 1996

ORDER TIME : 11:19 AM

ORDER NO. : 085027

CUSTOMER NO: 127826A

CUSTOMER: Fran R. Barrett, Esq
BARRETT & BARRETT, P.A.

Suite C-102
4300 North University Drive
Lauderhill, FL 33351

DOMESTIC FILING

NAME: POINTE BAYSIDE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

RECEIVED
96 SEP 13 PM 12:37
DIVISION OF INVESTIGATION

9/13/96

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is POINTE BAYSIDE, INC., whose principal place of business is located at 4515 N. State Road 7, Lauderdale Lakes, FL 33319.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4515 N. State Road 7, Lauderdale Lakes, FL 33319 and the name of the initial registered agent of this corporation is William Reily.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the ByLaws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

NAME	ADDRESS
William Reily	4515 N. State Road 7 Lauderdale Lakes, FL 33319

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME	ADDRESS
William Reilly	4515 N. State Road 7 Lauderdale Lakes, FL 33319

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of Sept, 1996.

William Reilly
Subscriber

Subscriber

Subscriber

Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared William Reilly known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12th day of Sept, 1996.

Janet M. Krumm
Notary Public

My Commisison Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT POINTE BAYSIDE, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF LAUDERDALE LAKES, STATE OF FLORIDA, HAS NAMED WILLIAM REILY LOCATED AT 4515 N. STATE ROAD 7, LAUDERDALE LAKES, FL 33319, STATE OF FLORIDA, CITY OF LAUDERDALE LAKES, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE William Reily
(Corporate Officer)

TITLE President

DATE 9-12-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY PERFORMANCE OF MY DUTIES.

SIGNATURE William Reily
(Resident Agent)

DATE 9-12-96

55 SEP 19 11 34 AM '96