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ATTORNEYS AT LAW

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OF COUNSEL

\* BOARD CERTIFIED REAL ESTATE ATTORNEY

TELEPHONE (305) 441-2404

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November 15, 1996

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

600002008356--8  
-11/19/96--01134--020  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Registration of Corporation  
Mesa International Estate Investments,  
Inc.

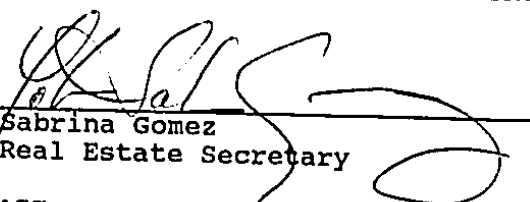
Dear Sir or Madam:

Enclosed herewith please find our check No. 1967 in the amount of \$122.50 along with original Articles of Incorporation for Mesa International Estate Investments, Inc. and copy of same, in order to register said corporation. We kindly request a certified copy also be provided.

Please contact the undersigned if you require any additional information.

Sincerely,

MARTINEZ-ESTEVE AND LOPEZ-CASTRO

  
Sabrina Gomez  
Real Estate Secretary

:sg  
enclosures

D. BROWN NOV 25 1996

ARTICLES OF INCORPORATION  
OF  
MESA INTERNATIONAL REAL ESTATE INVESTMENTS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 NOV 19 PM 4:13

The name of the Corporation is: MESA INTERNATIONAL REAL ESTATE INVESTMENTS, INC.

ARTICLE I

The maximum number of shares of capital stock that the Corporation is authorized to issue is six thousand (6,000) shares, at no par value each share.

ARTICLE II

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

The name and street address of the Incorporator(s) signing these Articles of Incorporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
MELANIE VINCENT DE BUY	2201 N.W. 93RD AVENUE MIAMI, FLORIDA 33172

ARTICLE IV

The principal office of the Corporation is: 2201 N.W. 93RD AVENUE, MIAMI, Florida 33172.

ARTICLE VI

The street address of the initial registered agent of the Corporation is: 2201 N.W. 93RD Avenue, Miami, Florida 33172 and the name of the initial registered agent of the Corporation is: MELANIE VINCENT DE BUY.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 13th day of NOVEMBER, 1996.

*Melanie Vincent de Buy*

MELANIE VINCENT DE BUY

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

The foregoing Articles of Incorporation was acknowledged before me this 13th day of November, 1996 by MELANIE VINCENT DE BUY, who has produced a driver's license as identification or who is personally known to me and who did take an oath.

My Commission Expires:

NOTARY PUBLIC



YOLANDA S GOMEZ  
My Commission CC415694  
Expires Oct. 23, 1998  
Bonded by HAI  
800-422-1555

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

SECRETARY OF STATE  
FILED  
95 NOV 19 PM 4:13

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That MELANIE VINCENT DE BUY desiring to organize or qualify under the laws of the State of Florida, has named MESA INTERNATIONAL REAL ESTATE INVESTMENTS, INC., with its registered agent's office located at 2201 N.W. 93RD AVENUE, MIAMI, Florida 33172, County of DADE, State of Florida to accept service of process within the State of Florida.

*Melanie Vincent de Buy*

MELANIE VINCENT DE BUY, Incorporator

NOVEMBER 13, 1996

HAVING BEEN named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned HEREBY AGREES to act in said capacity, and FURTHER AGREES to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

*Melanie Vincent de Buy*

MELANIE VINCENT DE BUY

NOVEMBER 13, 1996