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2826 EAST OAKLAND PARK BOULEVARD FORT LAUDERDALE, FLORIDA 35306

> TELEPHONE (854) 565-6002 TELEFAX (834) 565-0657

ROBERT M. BULFIN

MAILING ADDRESS
P.O. BOX 24802
FORT LAUDERDALE, FLORIDA 33307

Via federal express January 14, 1997

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 900002059459--5 -01/15/97--01094--017 ****122.50 ****122.50

Re: Incorporation of Dunhill Development & Realty, Inc.

Dear Sir or Madame:

Enclosed please find my check in the amount of \$122.50 for payment of the filing fees and certified copy charges for the above newly proposed corporation.

Also enclosed please find an original and a copy of the Articles of Incorporation and Acceptance of Registered Agent. Please file the above captioned corporation, issue your Certificate of Incorporation, and return the Certificate of Incorporation and a conformed copy of the Articles of Incorporation to me in the self addressed, stamped envelope enclosed for your convenience.

Thank you for your consideration in this matter.

Very truly yours,

Robert M. Bulfin

RMB/ps Enclosures

08/138/ky

ARTICLES OF INCORPORATION

97 JAN 15 AH 10: 06

OF

DUNHILL DEVELOPMENT & REALTY, INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, does adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is DUNHILL DEVELOPMENT & REALTY, INC.

ARTICLE TWO

The period of the corporation's duration shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in the real estate business and any other lawful purpose.

ARTICLE FOUR

The corporation shall have the authority to issue one thousand (1,000) shares of stock, all of one class and having a par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The address of the initial principal office of the corporation is at 5100 N. Federal Highway, Suite 405, Ft. Lauderdale, Florida 33308.

ARTICLE SIX

The name of the Registered Agent for the corporation is Don Cacioppo whose business address is 5100 N. Federal Highway, Suite 405, Ft. Lauderdale, Florida 33308.

ARTICLE SEVEN

The number of directors constituting its initial Board of Directors is 1 and his name and address is as follows:

Don Cacioppo 5100 N. Federal Highway, Suite 405 Ft. Lauderdale, FL 33308

ARTICLE EIGHT

The name and address of the incorporator is:

Don Cacioppo 5100 N. Federal Highway, Suite 405 Ft. Lauderdale, FL 33308

Don Cacioppo

STATE OF FLORIDA) SS COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared. Don Cacioppo to me personally known and known by me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Fort Lauderdale, in said County and State this _______day of January, 1997

Notary Public

Print name Robert

My commission expires: M. BULFIN

My Cornm Exp. 5/11/97
Bonded By Service Ins
No. CC285705

(Personally Krown [] Other L. O

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT AND DESIGNATION OF PLACE OF SERVICE

97 JAN 15 AM 10: 06

The following is submitted in compliance with Chapters 48.091, 607 and 621, Florida Statutes:

The undersigned has been named in the Articles of Incorporation of DUNHILL DEVELOPMENT & REALTY, INC., as its registered agent. The undersigned hereby accepts such designation and agrees to comply. The address where the registered agent may be served in accordance with the law is 5100 N. Federal Highway, Suite 405, Ft. Lauderdale, Florida 33308.

Don Cacioppo Registered Agent

DATED at Fort Lauderdale, Florida, this _

day o

day of January 1997