

P97000009914



THE UNITED STATES
CORPORATION
COMPANY

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97 JAN 30 AM 10:51

DIVISION OF CORPORATION

ACCOUNT NO. : 0721800005

REFERENCE : 242317 4303929

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 122.50

ORDER DATE : January 30, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 242317-005

900002073819--2

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: SANDS POINTE ^{BEACH} REALTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: _____

W97-2325
KR 1-30
1-31-97

FILED
97 JAN 30 PM 1:40
SEC. OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: SANDS POINTE REALTY, INC.
Ref. Number: W97000002325

RESUBMIT

Please give original
submission date as file date.

We have received your document for SANDS POINTE REALTY, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 897A0000488

97 JAN 31 PM 12:06
DIVISION OF CORPORATIONS

RECEIVED

ARTICLES OF INCORPORATION

OF

SANDS POINTE BEACH REALTY, INC.

FILED
97 JAN 30 PM 1:40
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I

INC.

The name of the corporation is SANDS POINTE BEACH REALTY, (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 3211 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33134.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 3211 Ponce de Leon Boulevard, Suite 301, City of Coral Gables, County of Dade, State of Florida 33134 and the name of its initial registered agent at such office is Joseph Milton.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's

Bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Joseph Milton
3211 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

Phil Spiegelman
3211 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

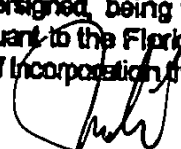
ARTICLE VII

The name of the Incorporator is Joseph Milton and the address of the Incorporator is 3211 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33134.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 28 day of January, 1997.



Joseph Milton, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SANDS POINTE BEACH REALTY, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Joseph Milton, Registered Agent

Dated: January 28, 1997

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97 JAN 30 PM 1:40
TALLAHASSEE, FLORIDA