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KENNETH A. WENZEL, P.A.

ATTORNEY AT LAW
980 NORTH FEDERAL HIGHWAY
SUITE 440
BOCA RATON, FLORIDA 33432

TELEPHONE
(561) 561-0900

FAX
(561) 558-3441

February 19, 1997

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

800002093228--3
-02/20/97--01058--004
*****122.50 *****122.50

Attention: Domestic Charter

Re: Our File No. 97-20521
C.S.S. Real Estate Investments, Inc.
General Representation

Gentlemen:

Enclosed are two (2) original Articles of Incorporation and the Registered Agent form of C.S.S. REAL ESTATE INVESTMENTS, INC., together with a check in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50), representing:

Filing Fees:	\$35.00
Registered Agent:	\$35.00
Certified Copy:	\$52.50

Please file the enclosed Articles upon receipt and return a certified copy of the Articles of Incorporation and Registered Agent form to the undersigned Federal Express Collect for receipt on Friday, February 21, 1997. I have enclosed a self-addressed Federal Express Airbill for this purpose.

Thank you.

Very truly yours,

Kenneth A. Wenzel
Kenneth A. Wenzel

KAW/lcd
Enclosures (3)

cc: Marie Currin
Jack Spilsbury
Martin Sullivan

FILED
97 FEB 20 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-4357

B. REGISTER FEB 24 1997

FILED
97 FEB 20 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
C.S.S. REAL ESTATE INVESTMENTS, INC.**

ARTICLE 1

NAME

The name of this Corporation is C.S.S. REAL ESTATE INVESTMENTS, INC.

ARTICLE 2

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 1801 Clint Moore Road, Suite 217, Boca Raton, Florida 33487.

ARTICLE 3

MAILING ADDRESS

The mailing address of this Corporation shall be 1801 Clint Moore Road, Suite 217, Boca Raton, Florida 33487.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 5

CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, having a par value of ONE DOLLAR (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6

PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

ARTICLE 7

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1801 Clint Moore Road, Suite 217, Boca Raton, Florida 33487, and the name of the initial registered agent of this Corporation at that address is JACK SPILSBURY.

ARTICLE 8

INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation, the Incorporators, are as follows:

Marie Currin
1801 Clint Moore Road, Suite 217
Boca Raton, Florida 33487

Jack Spilsbury
1801 Clint Moore Road, Suite 217
Boca Raton, Florida 33487

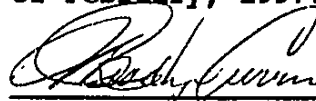
Martin Sullivan
1801 Clint Moore Road, Suite 217
Boca Raton, Florida 33487

ARTICLE 9

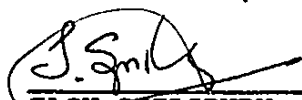
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporators have executed these Articles of Incorporation this 18th day of February, 1997.



MARIE CURRIN, Incorporator



JACK SPILSBURY, Incorporator



MARTIN SULLIVAN, Incorporator

FILED

97 FEB 20 PM 2:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
C.S.S. REAL ESTATE INVESTMENTS, INC.

Pursuant to Section 607.0505, Florida Statutes, the following
is submitted:

C.S.S. REAL ESTATE INVESTMENTS, INC., desiring to organize
under the laws of the State of Florida, with its registered office
as indicated in the Articles of Incorporation, has named JACK
SPILSBURY, located at 1801 Clint Moore Road, Suite 217, City of
Boca Raton, County of Palm Beach, State of Florida, as its
registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above-stated Corporation, at the place designated in this Certi-
ficate, I hereby agree to act in this capacity, and I further agree
to comply with the provisions of all statutes relative to the
proper and complete performance of my duties and I accept the
duties and obligations as set forth in Section 607.0505, Florida
Statutes.



JACK SPILSBURY