



797000019605

ACCOUNT NO. : 072100000032

REFERENCE : 268350 161220A

AUTHORIZATION :

Patricia Pizzit

COST LIMIT : \$ 70.00

ORDER DATE : February 21, 1997

ORDER TIME : 9:34 AM

ORDER NO. : 268350-005

8000002103528-4

CUSTOMER NO: 161220A

CUSTOMER: Mr. Emilio Cruz, Iii
MR. EMILIO CRUZ, III

141 N.e. 3rd Avenue, 7th Floor

Miami, FL 33132

DOMESTIC FILING

NAME: RACEWAY HOMES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

K.R.

MAR - 4 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR -4 AM 9:27

FILED

RECEIVED
96 MAR -4 AM 8:49

ARTICLES OF INCORPORATION
OF
RACEWAY HOMES, INC.

FILED
97 MAR -4 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RACEWAY HOMES, INC.

The address of the principal office of this corporation shall be 141 Northeast 3rd Avenue, 7th Floor, Miami, Florida 33132, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 141 Northeast 3rd Avenue, Miami, Florida 33132, and the name of the initial registered agent of the corporation at that address is Mirella Zayas Bazan.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Emilio Cruz, III
Dir.

141 Northeast 3rd Avenue, 7th Floor
Miami, Florida 33132

Jose Pacto
Dir.

141 Northeast 3rd Avenue, 7th Floor
Miami, Florida 33132

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these
Articles of Incorporation on March 3, 1997.

Deborah D. Skipper
It's Agent, Deborah D. Skipper
Incorporator

DBC/RWW

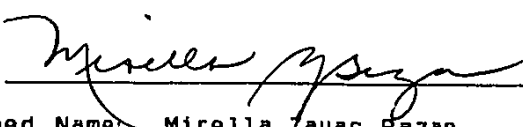
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Mirella Zayas Bazan, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

RACEWAY HOMES, INC.

Mirella Zayas Bazan is familiar with and accepts the obligations of the position of Registered Agent under Section 807.0505, Florida Statutes.

By:


Typed Name: Mirella Zayas Bazan

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97 MAR -4 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA