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FLORIDA DIVISION OF CORPORATION

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NAME: GH - ZR REAL ESTATE INVESTMENT, INC.

AUDIT NUMBER.....H97000004011

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF

GH-ZR REAL ESTATE INVESTMENT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

GH-ZR REAL ESTATE INVESTMENT, INC.

The principal place of business of this corporation shall be:

166 EAST 49TH STREET, HIALEAH, FLORIDA 33012

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in 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 Nations.

This Instrument Prepared By:
GLORIA C. GONZALEZ, P.A.
166 EAST 49TH STREET
HIALEAH, FLORIDA 33013
(305) 827-0035
F.B.N. 0775703

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of Common Stock, each share having a par value of ONE (\$1.00) DOLLAR. Authorized capital stock may be paid for in cash, services, property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is 166 EAST 49TH STREET, HIALEAH, FLORIDA 33012 and the name of the initial registered agent of this corporation at that address is GLORIA C. GONZALEZ.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall be conducted by a four (4) director. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one director. The name and address of the initial directors of this corporation are:

GLORIA C. GONZALEZ, * 7055 N.W. 169th Street
Hialeah, Florida 33015

MAYES GLENN HOWARD, JR., 7055 N.W. 169th Street
Hialeah, Florida 33015

MARIA ZELAYA. 1441 N.W. N. River Drive

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Miami, Florida 33125

CORALIA RODRIGUEZ

1441 N.W. N. River Drive
Miami, Florida 33125

ARTICLE VII - INITIAL OFFICERS

The names of the initial officers is as follows:

ARTICLE VIII - INCORPORATOR

The names and street addresses of the persons signing these
Articles are:

GLORIA C. GONZALEZ, * 7055 N.W. 169th Street
Hialeah, Florida 33015

MAYES GLENN HOWARD, JR., 7055 N.W. 169th Street
Hialeah, Florida 33015

MARIA ZELAYA. 1441 N.W. N. River Drive
Miami, Florida 33125

CORALIA RODRIGUEZ 1441 N.W. N. River Drive
Miami, Florida 33125

ARTICLE IX - DISTRIBUTION

The name and post office address of each subscriber of these
Articles of Incorporation, and the number of shares of stock
which each agrees to take and the sums subscribed to and paid are
as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
GLORIA C. GONZALEZ, *	7055 N.W. 169th Street Hialeah, Florida 33015	25
MAYES GLENN HOWARD, JR.,	7055 N.W. 169th Street Hialeah, Florida 33015	25
MARIA ZELAYA.	1441 N.W. N. River Drive	25

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Miami, Florida 33125

CORALIA RODRIGUEZ

1441 N.W. N. River Drive 25
Miami, Florida 33125

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval by the Secretary of State of the State of Florida.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 12 day of March, 1997.

Signature of Incorporators: _____


GLORIA C. GONZALEZ

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STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Gloria C. Gonzalez known to me to be the persons who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6th day of March, 1997.

MY COMMISSION EXPIRES:
 Jeanne Rojas
My Commission CC203167
Expires November 21, 2000


NOTARY PUBLIC, STATE OF FLORIDA

BY: Jeanne Rojas
PRINT NOTARY NAME

ARTICLES OF INCORPORATION FILING FEE:

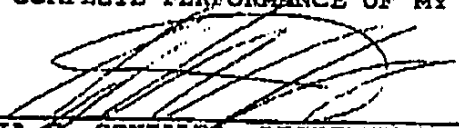
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT: GH-ZR REAL ESTATE INVESTMENT, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, AT 166 East 49th Street Hialeah, Florida 33013; HAS NAMED GLORIA C. GONZALEZ, 166 East 49th Street Hialeah, Florida 33013, TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

DATED: 3/6/97


GLORIA C. GONZALEZ, REGISTERED AGENT

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