

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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3/17/97

NOTE

23677

CERTIFICATE COPY

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PHOTO COPY

X FILING Articles

1.) Palm Beach Estate Builders
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

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ARTICLES OF INCORPORATION
OF
PALM BEACH ESTATE BUILDERS, INC.

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida and states as follows:

ARTICLE I
NAME

The name of the corporation is:

PALM BEACH ESTATE BUILDERS, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the corporation is:

405 Seaspray Avenue
Palm Beach, FL 33480

ARTICLE III
DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation, and continue in existence perpetually thereafter.

ARTICLE IV
PURPOSE

This corporation is organized for the purposes of engaging in general and specialized financial transactions and investments; to buy, sell, lease, construct & develop real estate; to do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms,

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TALLAHASSEE, FLORIDA

or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or the purpose or the attainment of the objects or the furtherance of such proposes or objects of the Corporation; and to exercise those powers, rights, and procedures set forth in Chapter 607, Florida Statutes, Florida General Corporation Act, and for the purposes of transacting any or all lawful business.

The foregoing paragraph shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE V CAPITAL STOCK

This Corporation is authorized to issue a maximum of 100,000 shares of a common class stock with \$.10 par value per share.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

405 Seaspray Avenue
Palm Beach, FL 33480

The name of the initial registered agent of this corporation at that address is:

William D. Elias

ARTICLE VII INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. However, the number of directors may be either increased or diminished from time to time in accordance with this corporation's by-laws, but there shall never be less than one director. The name and address of the initial director of this corporation is:

William D. Elias
405 Seaspray Avenue
Palm Beach, FL 33480

ARTICLE VIII
INCORPORATOR

The name and mailing address of the undersigned incorporator signing these Articles of Incorporation is:

William D. Elias
405 Seaspray Avenue
Palm Beach, FL 33480

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of March, 1997.

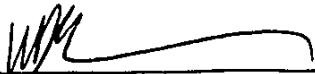


William D. Elias

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for **PALM BEACH ESTATE BUILDERS, INC.** at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 6907.0505 of the Florida Statutes.

DATED: March 14, 1997.



William D. Elias
Registered Agent
405 Seaspray Avenue
Palm Beach, FL 33480

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97 MAR 17 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/25/97 CORPORATE DETAIL RECORD SCREEN 2:49 PM
NUM: P97000023678 ST:FL ACTIVE/FL PROFIT FLD: 03/10/1997
NAME : EDUARDO A. DIAZ
PRINCIPAL: 2551 SW 15TH ST.
ADDRESS MIAMI, FL 33145
RA NAME : DIAZ, EDUARDO A
RA ADDR : 2551 SW 15TH ST.
MIAMI, FL 33145
ANN REP : * NONE FILED *

1. MENU, 3. OFFICERS

ENTER SELECTION AND CR: