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PA 70000285/5

March 26, 1997

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32314

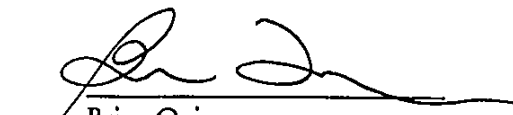
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Gentlemen:

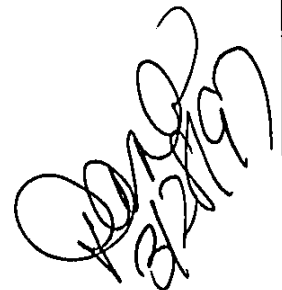
Please find enclosed Articles of Incorporation on Vizcaya on the Green for filing and check for 122.50. Please return a stamped copy in the envelope provided.

If there are any questions please contact me at 954-928-0640.

Sincerely,


Brice Quinn
Legal Assistant

FILED
97 MAR 27 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
VIZCAYA ON THE GREEN, INC.**

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97 MAR 27 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I.
NAME**

The name of this Corporation is Vizcaya on the Green, Inc.

**ARTICLE II.
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III.
STOCK**

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE IV.
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 6261 N.W. 6 Way, Suite 103, Fort Lauderdale, FL 33309 and the name of the initial registered agent at that address is John D. Benson, Esq.

**ARTICLE V.
DIRECTORS**

This Corporation shall have 3 directors initially. The number of directors may be increased or diminished from time to time as provided by the By-Laws, but shall never be less than one. The names and address of the initial directors of this Corporation are Edward Trunco, Rita Trunco, and Peter A. Albert, 3323 W. Commerical Boulevard, Suite 100, Fort Lauderdale, FL 33309:

**ARTICLE VI.
INCORPORATOR**

The name and address of the incorporator of this Corporation is Rita Trunco at 3323 W. Commerical Boulevard, Suite 100, Fort Lauderdale, FL 33309.

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the Corporation is 3323 W. Commerical Boulevard, Suite 100, Fort Lauderdale, FL 33309.

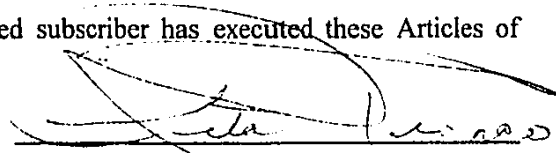
**ARTICLE VIII.
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or as hereafter amended from time to time.

**ARTICLE IX.
PERPETUAL EXISTENCE**

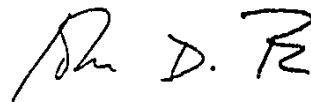
This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of March, 1997.

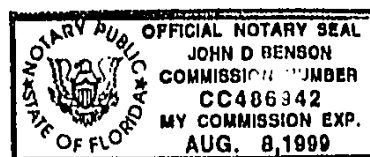

RITA TRUNCO, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 24th day of March, 1997, before me, an officer duly qualified to take acknowledgments, in the State and County aforesaid, personally appeared Rita Trunco personally known to me to be the person(s) described in, and who produced Driver's License as identification, and who executed the foregoing instrument and acknowledged before me that they executed the same and did take an oath.



NOTARY PUBLIC
Commission Expires:



**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



JOHN D. BENSON, ESQ.

STATE OF FLORIDA
COUNTY OF BROWARD

FILED
97 MAR 27 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this 24th day of March, 1997, before me, an officer duly qualified to take acknowledgments, in the State and County aforesaid, personally appeared John D. Benson, Esq. personally known to me to be the person(s) described in, and who produced Driver's License as identification, and who executed the foregoing instrument and acknowledged before me that he executed the same and did take an oath.



NOTARY PUBLIC
Commission Expires:



Brice P. Quinn
My Commission CC813290
Expires January 13, 2001