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ENGELBERG, CANTOR, LEONE & MILGRIM, P.L.

A PROFESSIONAL LIMITED LIABILITY COMPANY

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PALM BEACH, FLORIDA 33480

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PLEASE DIRECT ALL MAIL
TO HOLLYWOOD OFFICE

April 3, 1997

Secretary of State
Corporation Division
P.O. Box 1300
Tallahassee, FL 32302-1300

300002140623--3
-04/11/97--01086--003
****122.50 ****122.50


Re: 1444 Corporation, a Florida corporation

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of above-referenced corporation together with our trust account check in the sum of \$122.50.

Please file same and return a copy to us. Thank you.

Yours very truly,


JERALD C. CANTOR
For the Firm

JCC:jmv

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 4/10/97

ARTICLES OF INCORPORATION

1444 CORPORATION, A FLORIDA CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: 1444 Corporation, a Florida corporation.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the object and purpose to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as a natural person might or could do, viz:

(a) To acquire, by purchase, lease, exchange or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, improve, develop, divide and otherwise deal in and dispose of real property, and any interest or right therein, whether as principal, agent or otherwise, and to manage, operate, service equip, build, erect, furnish, alter, and keep in repair buildings, and sell property of every kind, nature and description, whether as principal, agent or otherwise, and generally to do anything and everything necessary and proper to the extent permitted by law in connection with the owning, managing, developing, improving, building, erecting and operating real and personal property of any and all kinds.

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TALLAHASSEE, FLORIDA

(b) To do any and all things necessary, proper or convenient for or incident to the furtherance of the powers and purposes herein mentioned.

(c) To exercise any power and authority, and to engage in any type of business which may be done by a profit corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, it being the intent that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of the capital stock which this corporation shall be authorized to have outstanding at any time is ONE THOUSAND (1000) shares at \$1.00 par value.

ARTICLE IV.

The amount of the capital with which this corporation shall begin business is not less than FIVE HUNDRED and NO/100 DOLLARS (\$500.00).

ARTICLE V.

The existence of this corporation shall be perpetual.

ARTICLE VI.

The street address of the initial registered office of this corporation is 4501 Lake Road Bay Point, Miami, Florida 33137 and the name of the initial registered agent of this corporation at that address is BARBARA MILLARD.

ARTICLE VII

This corporation shall have one Director initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

BARBARA MILLARD 4501 Lake Road, Bay Point
Miami, FL 33137

ARTICLE VIII.

The name and post office address of the officers who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, and the office they shall hold, are as follows:

BARBARA MILLARD - President, Secretary and Treasurer
4501 Lake Road, Bay Point
Miami, FL 33137

ARTICLE IX.

The name and post office address of the subscriber of these Articles of Incorporation and a statement of the number of shares of stock which she agrees to take is as follows:

BARBARA MILLARD - 500 shares
4501 Lake Road, Bay Point
Miami, FL 33137

ARTICLE X.

The By-Laws of this corporation may provide that less than a majority of the Board of Directors shall constitute a quorum for the transaction of business.

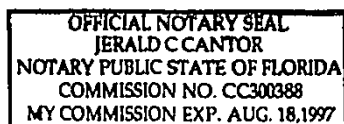
IN WITNESS WHEREOF, the undersigned has made, subscribed and
acknowledged these Articles of Incorporation, this 11st day of
April, 1997.

Barbara S Millard
BARBARA MILLARD

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly
qualified to take acknowledgments, personally appeared BARBARA
MILLARD, who is personally known to me or have produced a driver's
license to be the person described in and who executed the
foregoing instrument and who did take an oath and who acknowledged
before me that she executed the same.

WITNESS my hand and official seal in the County and State last
aforesaid this 11st day of April, 1997.



J. C. Cantor
Notary Public, State of Florida
My Commission expires:
Print Name: JERALD C. CANTOR
Print Title: _____
Serial No.: _____

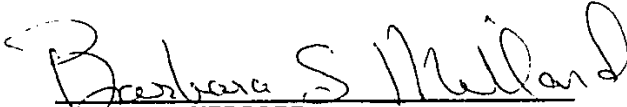
ACCEPTANCE AS DESIGNATION OF RESIDENT AGENT

The undersigned, BARBARA MILLARD, hereby accepts designation as resident agent of that certain corporation known as 1444 Corporation, a Florida corporation.

In pursuance of Chapter 48.091, FLORIDA STATUTES, the following is submitted, in compliance with said Act:

That 1444 Corporation, a Florida corporation, desiring to organize under the laws of the State of Florida as a Florida corporation with its principal office at 4501 Lake Road Bay Point, Miami, Florida 33137, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


BARBARA MILLARD
RESIDENT AGENT

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