

P97000056269



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 442328 6594A

AUTHORIZATION :

Patricia Pijito

COST LIMIT : \$ 70.00

ORDER DATE : June 25, 1997

ORDER TIME : 8:03 AM

ORDER NO. : 442328-005

800002223448--0

CUSTOMER NO: 6594A

CUSTOMER: Donald J. Kahn, Esq
GREEN KAHN & PIOTRKOWSKI, PA

317 71st Street

Miami Beach, FL 33141

DOMESTIC FILING

NAME: METROPOLITAN DEVELOPMENT
CORPORATION

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: Deborah Schroder

EXAMINER'S INITIALS:

97 JUN 26 10:25
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN 26 AM 9:53
DIVISION OF CORPORATION

SN JUN 26 1997.

5

ARTICLES OF INCORPORATION
OF
METROPOLITAN DEVELOPMENT CORPORATION

FILED
97 JUN 26 AM 10: 25
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:

METROPOLITAN DEVELOPMENT CORPORATION

The address of the principal office of this corporation shall be 168 Southeast First Street, Suite 704, Miami, Florida 33131, 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 500 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 317 71st Street, Miami Beach, Florida 33141, and the name of the initial registered agent of the corporation at that address is Donald J. Kahn.

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:

Alan Jeffrey Sherman
Dir.

Post Office Box 110233
Miami, Florida 33111

Tony Moura
Dir.

21 Southeast 1st Street, 6th Floor
Miami, Florida 33131

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Alan Jeffrey Sherman	Post Office Box 110223
Pres./V. Pres./Sec./Treas.	Miami, Florida 33111

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 26, 1997.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper

It's Agent, Deborah D. Skipper

SKD/das

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

DONALD J. KAHN, 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:

METROPOLITAN DEVELOPMENT CORPORATION

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.9505, Florida Statutes.



DONALD J. KAHN

97 JUN 26 AM 10:25
TALLAHASSEE, FLORIDA