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HOUSTON & SHAHADY, P.A.

100 Northeast Third Avenue, Suite 850
Fort Lauderdale, FL 33301-1146

Telephone (954) 779-3800
Facsimile (954) 779-3808

Thomas R. Shahady

June 24, 1997

Secretary of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Crestline Development, Inc.

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-06/26/97--01059--001
****122.50 ****122.50

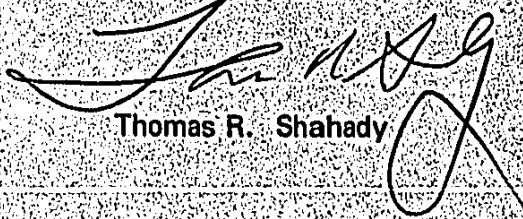
Dear Sir/Madam:

I am enclosing the original and two copies of the Articles of Incorporation to be filed for the above-referenced corporation.

I am also enclosing my trust account check in the sum of \$122.50. Please return a filed copy upon filing.

If you have any questions, please advise.

Very truly yours,



Thomas R. Shahady

TRS/dl

FILED
97 JUN 26 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 6/26/97

ARTICLES OF INCORPORATION

OF

CRESTLINE DEVELOPMENT, INC.

FILED
97 JUN 26 PM 2: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is CRESTLINE DEVELOPMENT, INC.

ARTICLE II

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be: 10860 Hayden Drive, Boca Raton, FL 33498, and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

The number of Directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

Daniel E. Rosenblatt

10860 Hayden Drive
Boca Raton, FL 33498

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Thomas R. Shahady

100 N.E. 3rd Avenue, Ste. 850
Fort Lauderdale, FL 33301

ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

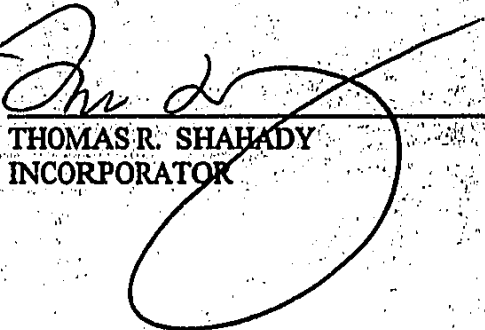
Thomas R. Shahady

100 N.E. 3rd Avenue, Ste. 850
Fort Lauderdale, FL 33301

ARTICLE X

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

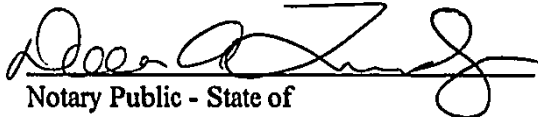

THOMAS R. SHAHADY
INCORPORATOR

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS R. SHAHADY, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at H. David, County of Broward, State of Florida, this 4th day of June, 1997.



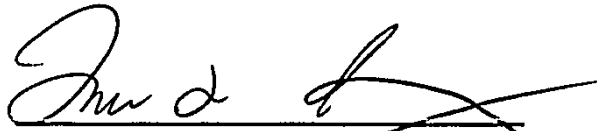
Notary Public - State of
Florida at Large

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, THOMAS R. SHAHADY, do hereby accept designation of Registered Agent for
CRESTLINE DEVELOPMENT, INC.



THOMAS R. SHAHADY
Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA