

8/1/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: OCEAN AVENUE PROPERTIES, INC.

AUDIT NUMBER.....H97000013474

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 4

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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Bm 8/15/97

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Ocean Avenue Properties, Inc.

Article II. Address

The mailing address of the Corporation is:
Ocean Avenue Properties, Inc.
12104 Glenmoor Drive
West Palm Beach FL 33409

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Coleman Prewitt
12104 Glenmoor Drive
West Palm Beach FL 33409

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Coleman Prewitt

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

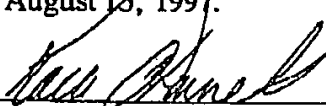
The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 15, 1997.

The undersigned incorporator executed these Articles of Incorporation on August 18, 1997.



CORPORATE CREATIONS INTERNATIONAL INC.
Kara O'Donnell Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Ocean Avenue Properties, Inc.

REGISTERED AGENT/OFFICE:

Coleman Prewitt
12104 Glenmoor Drive
West Palm Beach FL 33409

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



COLEMAN PREWITT

Kara O'Donnell as attorney-in-fact

Date: August 15, 1997

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