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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 548107 4350392

AUTHORIZATION : Patricia Pizot

COST LIMIT : \$ 70.00

ORDER DATE : September 30, 1997

ORDER TIME : 10:08 AM

ORDER NO. : 548107-015

CUSTOMER NO: 4350392

UUUUUU2307770--4

CUSTOMER: Cecilia Palmer, Legal Asst
BUCHALTER NEMER FIELDS &
YOUNGER
Sanwa Bank Plaza, Suite 2400
601 S. Figueroa Street
Los Angeles, CA 90017-5704

DOMESTIC FILING

NAME: MILESTONE TAMPA MANAGEMENT,
INC.

*****FILE FIRST*****

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: Stacy L Earnest

EXAMINER'S INITIALS:

DMC
9.30.97

FILED
97 SEP 30 PM 12:28
SEC. OF STATE
TALLAHASSEE, FLORIDA

97 SEP 29
DIVISION OF C

**ARTICLES OF INCORPORATION
OF
MILESTONE TAMPA MANAGEMENT, INC.**

FILED

97 SEP 30 PM 12:29

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:

MILESTONE TAMPA MANAGEMENT, INC.

The address of the principal office of this corporation shall be c/o Milestone Capital Corporation, 2300 W. Sample Road, Suite 208, Pampano Beach, Florida 33073, 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 time is One Thousand (1,000) shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be c/o Milestone Capital Corporation, 2300 W. Sample Road, Suite 208, Pampano Beach, Florida 33073, and the name of the initial registered agent of the corporation at that address is Sander Mednick.

ARTICLE V. TERM OF EXISTENCE.

The corporation shall have perpetual existence.

ARTICLE VI. INCORPORATOR

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

Sander Mednick
c/o Milestone Capital Corporation
2300 W. Sample Road, Suite 208
Pampano Beach, FL 33073

The undersigned incorporator has executed these Articles of Incorporation on September 29, 1997.



Sander Mednick, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Sander Mednick, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Sander Mednick

FILED
91 SEP 30 PM 12:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE