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ROBERT BRODY
RICHARD S. COHEN
STEVEN L. WINIG

September 22, 1997

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

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****122.50 ****122.50

Re: 1260 Palm Beach Lakes, Inc.

Gentlemen:

Enclosed please find articles of incorporation anent subject. Please certify a copy of said articles, endorse your approval thereon, and return the copy to the undersigned. Our check is enclosed to cover your fee.

This corporation will commence business upon the issuance of the certificate of incorporation. Therefore, we would appreciate your office processing this charter immediately. If, for any reason, a charter cannot be issued for the corporation, please contact the undersigned.

Very truly yours,

RICHARD S. COHEN

/vrb

enc.

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97 SEP 29 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PALM BEACH GARDENS OFFICE
ADMIRALTY BUILDING - SUITE 700
4400 PGA BOULEVARD
(561) 627-4100

WELLINGTON/ROYAL PALM BEACH OFFICE
EWING BUILDING - SUITE H
11300 OKEECHOBEE BOULEVARD
(561) 753-7500

me 10/1/97

ARTICLES OF INCORPORATION

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OF

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1260 PALM BEACH LAKES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME:

The name of the corporation is 1260 Palm Beach Lakes, Inc.

ARTICLE II - NATURE OF BUSINESS AND POWERS:

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK:

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE:

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V - INITIAL PRINCIPAL OFFICE:

The initial principal address of this corporation in the State of Florida shall be: 1260 Palm Beach Lakes Blvd., W. Palm Beach, Fla. 33401.

ARTICLE VI - BOARD OF DIRECTORS:

This corporation shall have one (1) director. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders but there shall never be less than one (1) director.

ARTICLE VII - INITIAL DIRECTOR:

The name and address of the initial director of this corporation is: Walter Coven, 1260 Palm Beach Lakes Blvd., W. Palm Beach, Fla. 33401.

The persons named as initial directors shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII - INCORPORATION:

The name and address of the incorporator signing these articles of incorporation is: Walter Coven, 1260 Palm Beach Lakes Blvd., W. Palm Beach, Fla. 33401.

ARTICLE IX - AMENDMENT:

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE X - REGISTERED AGENT:

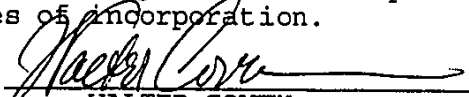
That 1260 Palm Beach Lakes, Inc. desiring to organize under the laws of the State of Florida, hereby names, Walter Coven, 1900 Skees Rd., W. Palm Beach, Fla. 33411, as its registered agent to accept services of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the corporation named herein, at the place designated in Article X of the articles of incorporation above, the undersigned hereby agrees to act in this capacity for the corporation.


WALTER COVEN

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing articles of incorporation.


WALTER COVEN

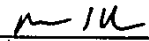
STATE OF FLORIDA)

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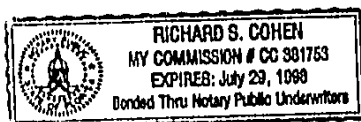
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 22 day of September, 1997, by Walter Coven, who is personally known to me and who executed the foregoing articles of incorporation.

My Commission Expires:


(Signature of Notary)
Richard S. Cohen
(Print Name of Notary)

Commission No. _____



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