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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 29 AM 9:32

**JUAN C. PEREZ**  
**ATTORNEY AT LAW**  
**1106 NORMANDY DRIVE**  
**MIAMI BEACH, FLORIDA 33141**  
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**Fax: (305) 867-1411**

September 27, 1997

State of Florida  
Department of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
9-26-97

RE: BAYFRONT REAL ESTATE, Inc., a Florida for Profit  
Corporation

Dear Sir or Madam:

200002305852--0  
-09/29/97--01077--002  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed please find original and one (1) copy of the Articles of Incorporation of BAYFRONT REAL ESTATE, Inc., a Florida Corporation to be formed along with a check in the amount of \$ 122.50 for filing fees.

Please call with any inquiry and kindly forward a stamped copy of the filing, I remain.

Yours Truly,

Juan C. Perez, Esq.

JCP/ms

D. BROWN OCT - 1 1997

**ARTICLES OF INCORPORATION  
OF**

**BAYFRONT REAL ESTATE, INC.**

**ARTICLE I. CORPORATE NAME.**

The name of this Corporation is Bayfront Real Estate, 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 law 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 100 shares of common stock having a par value of \$ 1.00 per share (without par value).

NOTE: Par value shares may be issued only for a consideration having a value in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the Board of Directors. All shares issued shall be fully paid and nonassessable.

**ARTICLE IV. TERM OF EXISTENCE.**

This Corporation shall have perpetual existence commencing on September 26, 1997.

**EFFECTIVE DATE**  
9-26-97

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**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Juan C. Perez  
1106 Normandy Drive  
Miami Beach, Florida 33141

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI. BOARD OF DIRECTORS.**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VII. INITIAL DIRECTOR.**

The name of the initial Director of this Corporation and the street address is:

Juan C. Perez, President  
1106 Normandy Drive  
Miami Beach, Florida 33141

The person named as initial Director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE VIII. INCORPORATOR.**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Juan C. Perez  
1106 Normandy Drive  
Miami Beach, Florida 33141

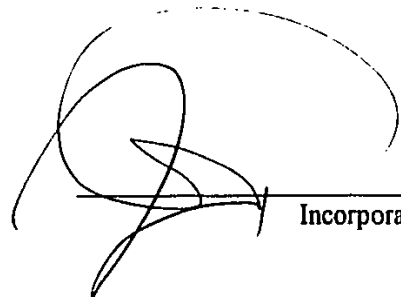
**ARTICLE IX. AMENDMENT.**

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 the Stockholders sign a written statement manifesting their attention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X. OPTIONAL PROVISIONS.**

The principal place of business of this corporation shall be the same as the initial registered office, and mailing address which is 1106 Normandy Drive, Miami Beach, Florida, 33141.

**IN WITNESS WHEREOF**, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on September 26, 1997.


  
\_\_\_\_\_  
Incorporator

STATE OF FLORIDA }

S.S.

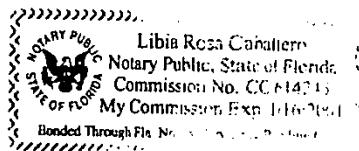
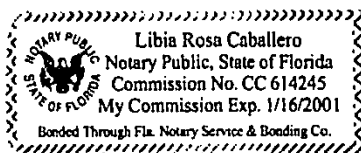
COUNTY OF DADE }

BEFORE ME, the undersigned authority, personally appeared Juan C. Perez, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on Juan C. Perez, 1997.

  
Notary Public State of Florida at Large

*✓ Personally Known.*

My Commission Expires:



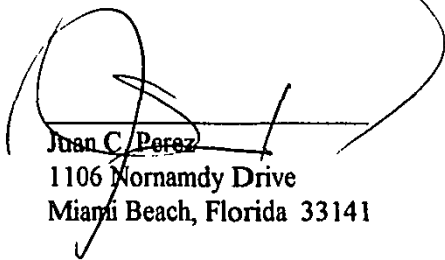
**ACCEPTANCE OF REGISTERED AGENT**

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Having been named to accept service of process for BAYFRON REAL ESTATE, INC., at the place designated in the Articles of Incorporation, Juan C. Perez agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date:

9-27-97

  
Juan C. Perez  
1106 Normandy Drive  
Miami Beach, Florida 33141

*Personally Known.*

