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((H97000017794 3))

TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: THE COMPANY CORPORATION
076660001006

ACCT#:

CONTACT: REGINA CEPHAS

PHONE: (302)575-0440

FAX #:

(302)575-1346

NAME: ~~REALTY CO., INC.~~ Delboca Corp.

AUDIT NUMBER.....H97000017794

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

CERT. OF STATUS..0

PAGES..... 4

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ATTN: Sharon Tala
Replacement docs. for
Realty Co., Inc.

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10/28

OCT-28-1997 18:54

CO. CORP.

322 575 1346 P.02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 27, 1997

THE COMPANY CORPORATION

SUBJECT: REALTY CO., INC.
REF: W97000024309

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name conflict is "REALITIES, INC."

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000017794
Letter Number: 597A00052032

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**ARTICLES OF INCORPORATION
OF
Delboca Corp.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 28 AM 11:35

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be **Delboca Corp.**
- SECOND:** The address of the initial registered office of the corporation is 4534 White Cedar Lane, Delray Beach, FL 33445, County of Palm Beach. The name of the registered agent located at said address is Ellis L. Elgart.
- THIRD:** The principal address of the corporation is 4534 White Cedar Lane, Delray Beach, FL 33445.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 100 shares at no par value.
- SIXTH:** The number of directors constituting the initial board of directors is two, and the name(s) and address(es) of who will serve as director(s) until the first annual meeting of shareholders or until the successor(s) is/are as follows:
- Ellis L. Elgart 4534 White Cedar Lane, Delray Beach, FL 33445.
Sivia V. Elgart 4534 White Cedar Lane, Delray Beach, FL 33445.
- SEVENTH:** The duration of the corporation is perpetual.
- EIGHT:** This is a Close Corporation.

This Document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801. (302) 575-0440.

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NINTH: The name(s) and address(es) of the person(s) who is to act as incorporator(s) is as follows:

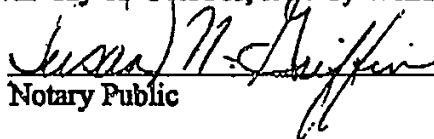
Wendy Snow c/o The Company Corporation
1313 N. Market Street, Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 24th day of October, 1997.



State of Delaware County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 24th day of October, 1997 by Wendy Snow.


Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801. (302) 575-0440.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 28 AM 11:35**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 63.091, Florida Statutes, the following is submitted:

First, this Delorca Corp.
dealing as organized under the laws of the State of Florida with its principal
place of business located in the city of DELRAY BEACH, State of
Florida, has named ELUIS L. ELGART located at
4534 WHITE CEDAR LANE, DELRAY BEACH
FL 33445
as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.

Eluis L. ElgartOCTOBER 23, 1997

Date

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