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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, ACCT#: 076077000521
CONTACT: SUSAN OSBORNE FAX #: (954)764-4996
PHONE: (954)761-2910

NAME: MARLIN REALTY HOLDINGS, INC.
AUDIT NUMBER.....H97000018861
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**ARTICLES OF INCORPORATION
OF
MARLIN REALTY HOLDINGS, INC.**

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ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be MARLIN REALTY HOLDINGS, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be to conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

This corporation is authorized to do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of this corporation enumerated in these Articles of Incorporation, or any amendment thereof.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV - ADDRESS OF CORPORATION
AND REGISTERED AGENT**

The street address of the principal office of this corporation shall be 9200 South Military Trail, Unit 42, Boynton Beach, FL 33436. The mailing address of the corporation shall be 1520 N.E. 32nd Street, Fort Lauderdale, FL 33334. The street and mailing address of the registered agent of the corporation in the State of Florida shall be 1520 N.E. 32nd Street, Fort Lauderdale, FL 33334.

Prepared by: Glen A. Stankee, Esq., FL Bar # 331848
Ruden, McClosky, et al., P.O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation is Michel Couture.

ARTICLE VI - BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be one (1).

B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

C. The names and mailing addresses of the initial members of the Board of Directors who shall serve until their successors shall have been elected and qualified are:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Rene Bussières	9200 South Military Trail, Unit 42 Boynton Beach, FL 33436

ARTICLE VII - INCORPORATOR TO ARTICLES

The name and mailing address of the incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Rene Bussières	9200 South Military Trail, Unit 42 Boynton Beach, FL 33436

IN WITNESS WHEREOF, the undersigned has set his hand and seal this ____ day of

11 Nov, 1997.



Rene Bussières

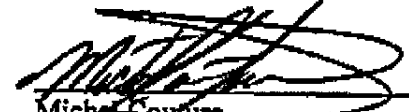
Prepared by: Glen A. Stanke, Esq., FL Bar # 331848
Ruden, McClosky, et al., P.O. Box 1900
Fort Lauderdale, Florida 33301
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Michel Couture, hereby accept the appointment as the registered agent of MARLIN REALTY HOLDINGS, INC., as made in the foregoing Articles of Incorporation.

Dated: November 11, 1997


Michel Couture

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