



THE UNITED STATES
CORPORATION
COMPANY

P97000104377

ACCOUNT NO. : 072100000032

REFERENCE : 620011 4365321

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : December 2, 1997

ORDER TIME : 9:43 AM

ORDER NO. : 620011-025

CUSTOMER NO: 4365321

200002366532--4

CUSTOMER: Ms. Britta J. Bolin
MANSUR & COMPANY

875 N. Michigan Ave.

Chicago, IL 60611

DOMESTIC FILING

NAME: MANSUR EQUITIES, LTD.

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: Deborah Schroder

EXAMINER'S INITIALS:

506-
W97-27476

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 12:27

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97 DEC -9 AM 10:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: MANSUR EQUITIES, LTD.
Ref. Number: W97000027476

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RESUBMIT
Please give original
submission date as file date.

We have received your document for MANSUR EQUITIES, LTD. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00057990

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/10/97

ARTICLES OF INCORPORATION

MANSUR EQUITIES CORPORATION

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The undersigned, an individual hereby acts as an incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

1. The Corporate name for the corporation is Mansur Equities Corporation (the "Corporation").
2. The street address of the principal office of the Corporation is 1117 Schefflera Drive, Captiva, Florida, 33924. The mailing address of the Corporation is 875 N. Michigan Avenue, Suite 3620, Chicago, Illinois 60611.
3. The number of shares that the corporation is authorized to issue is 10,000, all of which are with no par value and are of the same class and are Common shares.
4. The street address of the initial registered office of the corporation in the State of Florida is 1117 Schefflera Drive, Captiva, Florida 33924. The name of the registered agent of the corporation at the said registered office is E. Barry Mansur.

The written acceptance of said registered agent as required by Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

5. The name and address of the incorporator is, Britta J. Bolin, Esq. 875 N. Michigan Avenue, Suite 3620, Chicago, Illinois 60611.
6. There are no Pre-emptive rights.
7. The purposes for which the corporation is organized which shall include the authority of the corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are as follows:

To acquire by purchase, exchange, lease or otherwise, and to own, hold, use, develop, operated, sell, assign, lease, transfer, convey, exchange, mortgage, improve, devise, pledge or otherwise dispose of or deal in and with real and personal property of every class or description and right and privileges therein wheresoever situate.

To conduct and carry on the business of a general real estate agency and brokerage business, including renting and managing of real estate; to act as agent, broker, or attorney in fact for any person or corporation in buying, selling,

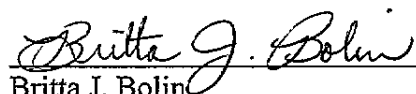
and dealing in real estate and real property, and any interest and estates therein, on commission; to make or obtain loans upon such property, and to supervise, manage and protect such property and all loans, interest in, and claims affecting the same.

To manage real property and to own, develop and operate real estate.

To enter into or invest in joint ventures, partnerships or other entities, for the purpose of acquiring, owning, developing and operating real estate and real property and any interest or right therein.

8. The duration of the corporation shall be perpetual.
9. The corporation shall, pursuant to the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify from any and all expenses, liabilities, or other matters referred to in or covered by said provisions. The indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.
10. The corporate existence of the corporation shall begin on December 10, 1997.

Signed this 5th day of December, 1997.


Britta J. Bolin
Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designed in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


E. Barry Mansur

Dated: 12-5-97

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