

P9800000 3352

WALTER B. LEBOWITZ

12555 Biscayne Blvd, Suite 924  
Miami, Florida 33181  
Phone (305) 893-0000  
Fax: (305) 893-0007

December 29, 1997

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-12/31/97--01059--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: ALL STAR REALTY, INC.

Gentleman:

PLEASE FILE IN JANUARY 1998.

Enclosed please find my Check in the sum of \$70.00 for payment of the filing fee and registered agent's fee for the above new corporation, TO BE FILED IN 1998.

Please mail me the enclosed copy after you stamp and date the same showing when it was filed for record.

I CALLED FOR NAME AVAILABILITY PRIOR TO MAILING THIS CORPORATION AND WAS TOLD THIS NAME WAS AVAILABLE. IF IT IS NOT OR If you have any question regarding the above, please call me at (305) 893-0000

I will accept a collect call if necessary.

Thank you for your cooperation.

Yours very truly,

Walter B. Lebowitz

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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F. CHESSEY JAN 13 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 2, 1998

WALTER B LEBOWITZ  
12555 BISCAYNE BLVD STE 924  
MIAMI, FL 33181

SUBJECT: ALL STAR REALTY, INC.  
Ref. Number: W98000000070

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TALLAHASSEE, FLORIDA

We have received your document for ALL STAR REALTY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 998A00000098

ARTICLES OF INCORPORATION OF

SUPERSTAR REALTY, INC.

ARTICLE I - NAME

The name of this Corporation is: SUPERSTAR REALTY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business. Primarily it will concentrate in the area of operating a real estate office and related businesses. It will also do consulting, create intellectual property, do advertising, promotions, publicity, brand recognition, and purchase, sale and exploitation of any type of business, or property.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock, at one cent (\$.001) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 12555 Biscayne Boulevard, Miami Florida 33181, and the name of the initial registered agent of this corporation at that address is, Walter B. Lebowitz.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1), Directors constituting the initial Board of Directors. The number of Directors may be

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TALLAHASSEE, FLORIDA

either increased or decreased from time to time by the By Laws.  
The names and addresses of the initial Board of Directors of  
this corporation is/are:

| NAME               | ADDRESS                                    |
|--------------------|--|
| Helene Frances,    | 12555 Biscayne Blvd. #924, Miami, FL 33181 |
| President/Director |  |

#### ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles  
are:

| NAME            | ADDRESS                                    |
|-----------------|--|
| Helene Frances, | 12555 Biscayne Blvd. #924, Miami, FL 33181 |

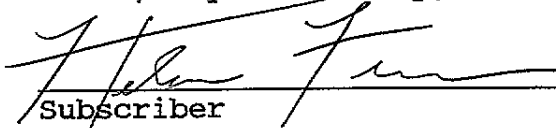
#### ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or  
any former officer or director, to the full extent permitted by  
law.

#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any  
provision contained in these Articles of Incorporation, or any  
amendment hereto, and any right conferred upon the shareholders  
is subject to this reservation.

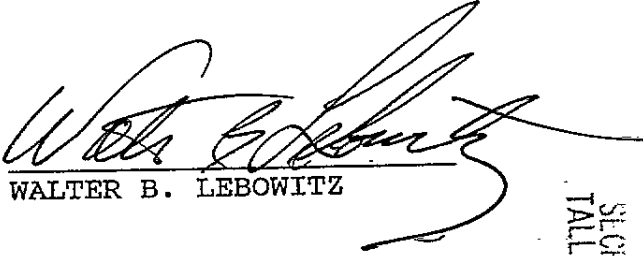
IN WITNESS WHEREOF, the undersigned subscriber has executed  
these Articles of Incorporation this 9th, day of January, 1998

  
Subscriber

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

WALTER B. LEBOWITZ, HAVING A BUSINESS OFFICE at 12555 Biscayne Blvd., Suite 924, Miami, FL 331381 and, having been designated as the Registered Agent in the above and foregoing Articles, and to accept service of process for the said corporation, is familiar with the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes.

I accept the appointment as registered agent and agree to act in this capacity.

  
WALTER B. LEBOWITZ

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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