



P98000018819

ACCOUNT NO. : 072100000032

REFERENCE : 720875 8894A

AUTHORIZATION :

COST LIMIT *Patricia P. Pitt* \$ 70.00

ORDER DATE : February 26, 1998

ORDER TIME : 10:37 AM

ORDER NO. : 720875-005

CUSTOMER NO: 8894A

CUSTOMER: John Ritter, Esq
RITTER RITTER & ZARETSKY

Suite 100
555 N.e. 15th Street
Miami, FL 33132

600002441436--3

DOMESTIC FILING

NAME: DESIGN AWAY, INC.

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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:05

FILED
98 FEB 26 AM 11:33
DIVISION OF CORPORATIONS
2/26/98

ARTICLES OF INCORPORATION

OF

DESIGN AWAY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:05

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DESIGN AWAY, INC.

The principal place of business of this corporation shall be at 555 N.E. 15TH STREET, SUITE 100, MIAMI, FLORIDA 33132.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including but not limited to real estate sales, brokerage, financing, purchasing, and owning.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 555 N.E. 15TH STREET, SUITE 100, MIAMI, FLORIDA 33132 and the name of the initial registered agent of the corporation at that address is JOHN A. RITTER.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Kathryn J. McKibbin, D, P, S, T
19131 Fisher Island Drive
Fisher Island, Florida 33109

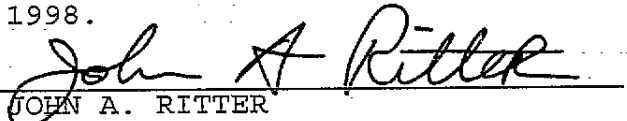
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

John A. Ritter
555 N.E. 15th Street, Suite 100
Miami, Florida 33132

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this ____ day of February 1998.

By: _____


JOHN A. RITTER

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this ____ day of February 1998, by JOHN A. RITTER who is personally known to me / or produced _____, as identification.

Notary Public, State of Florida at Large

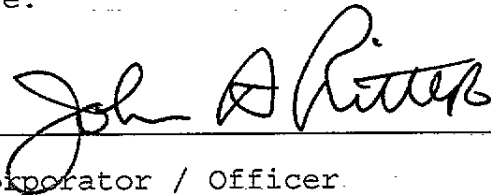
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:05

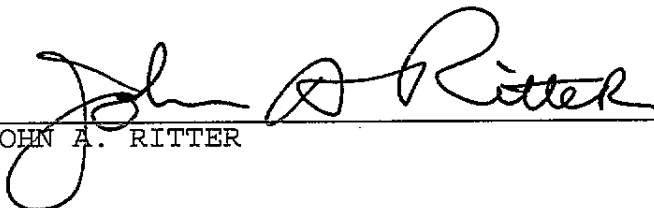
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

DESIGN AWAY, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named JOHN A. RITTER located at 555 N.E. 15th Street, Suite 100, Miami, Florida 33132 as its agent to accept service of process within this State.


Incorporator / Officer

ACKNOWLEDGEMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


JOHN A. RITTER

ARTCOR.DAM