

P98000019931



ACCOUNT NO. : 072100000032

REFERENCE : 629069 7141138

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : December 9, 1997

ORDER TIME : 2:14 PM

ORDER NO. : 629069-005

CUSTOMER NO: 7141138

CUSTOMER: Mr. Pierre De Agostini  
MR. PIERRE DE AGOSTINI  
NEW WORLD TOWER

100 North Biscayne Boulevard  
Miami, FL 33132

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -2 AM 9:36

DOMESTIC FILING

NAME: PALM ISLAND REALTY, INC.

100002444721--0

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: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED  
98 MAR -2 PM 4:19  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -2 AM 9:36

ARTICLES OF INCORPORATION  
OF

PALM ISLAND REALTY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PALM ISLAND REALTY, INC.

The address of the principal office of this corporation shall be 100 North Biscayne Boulevard, Miami, Florida 33132, and the mailing address of the corporation shall be the same.

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.

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. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3225 Aviation Avenue, Suite 301, Miami Florida 33132, and the name of the initial registered agent of the corporation at that address is Brian Adler.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Pierre De Agostini	#1319, 100 North Biscayne Boulevard, Miami, Florida 33132
--------------------	--

ARTICLE VII. INCORPORATOR

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

Corporate Agents Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 2, 1998.

A handwritten signature in black ink, appearing to read "Karen B. Rozar", is written over a horizontal line.

Its Agent, Karen B. Rozar  
Incorporator

CMY/STACY L EARNEST

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -2 AM 9:36

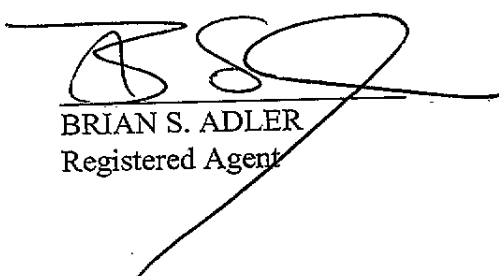
**W I T N E S S E T H:**

That PALM ISLAND REALTY, INC., desiring to organize under the laws of the State of Florida, has named BRIAN S. ADLER located at 3225 Aviation Avenue, Suite 301, Miami, Florida 33133, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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, and I accept the duties and obligations of Section 607.325 and 607.0505, Florida Statutes.

DATED this 27<sup>th</sup> day of February, 1998.

  
BRIAN S. ADLER  
Registered Agent