

DAVID S. WILLIG, CHARTERED
ATTORNEY AT LAW

141 N.E. 3RD AVE. - 10TH FLOOR
MIAMI, FLORIDA 33132
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305-860
1881

FILED STATE
SECRETARY OF CORPORATIONS
98 MAR 10 AM 10:25

DAVID S. WILLIG

ADMITTED IN:
FLORIDA
DISTRICT OF COLUMBIA

P98 0000 22197
February, 1998

Secretary of State
Division of Corporations
409 East Gaines
Tallahassee, FL 32399

400002453499--7
-03/11/98--01034--0101
*****70.00 *****70.00

RE: Articles of Incorporation
Brickell Estates Holding, Inc.

900002453499--3
-03/11/98--01034--0101
*****70.00 *****70.00

To Whom it May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation of Brickell Estates Holding, Inc. for filing. Our check in the amount of \$70.00 payable to the Secretary of State is attached.

Your courtesy in returning the copy bearing the hand-stamped acknowledgement of receipt and filing would be appreciated. A stamped, self-addressed envelope is enclosed for your convenience.

Very truly yours,

David S. Willig
David S. Willig

DSW:gb

Enclosures

BT
3/10
W98-4587



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 2, 1998

DAVID S. WILLIG, CHARTERED
141 NE 3RD AVE., 10 FLOOR
MIAMI, FL 33132

SUBJECT: BRICKELL ESTATES HOLDING, INC.
Ref. Number: W98000004587

We have received your document for BRICKELL ESTATES HOLDING, INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

Your check is being returned as it is not payable to this office. Please make your check payable to the Secretary of State and return it in order to complete your filing.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 198A00011483

Articles of Incorporation
of
BRICKELL ESTATES HOLDING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 10 AM 10:25

Article I

The name of this corporation is BRICKELL ESTATES HOLDING, INC.

Article II

The mailing address of this corporation shall be 2837 SW 3rd AVE, Miami, FL 33129.

Article III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares with a value of \$.01.00 per share.

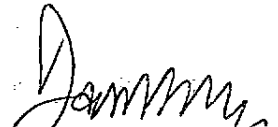
Article IV

The name and address of the initial registered agent is David S. Willig, 2837 SW 3rd AVE, Miami, Florida 33129.

Article V

The name and address of the incorporator to these Articles of Incorporation is David S. Willig, 141NE 3rd AVE, 10th Floor, Miami, Florida 33132.

The undersigned has executed these Articles of Incorporation this 25th day of February, 1998.



David S. Willig / Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: BRICKELL ESTATES HOLDING, INC.
2. The name and address of the registered agent and office is:

David S. Willig
2837 SW 3rd AVE
Miami, FL 33129

Signature _____


(corporate officer)

Title _____

Incorporator

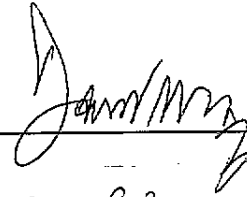
Date _____

2-25-98

FILED STATE
SECRETARY OF CORPORATIONS
98 MAR 10 AM 10:25

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature _____



Date _____

2-25-98