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ALAN SILVERSTEIN

ATTORNEY AT LAW

11911 U.S. HIGHWAY ONE, SUITE 201

NORTH PALM BEACH, FLORIDA 33408

(561) 691-9955

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FILED

98 MAR 16 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 18, 1998

Florida Dept. of State
409 E. Gaines St.
Tallahassee, Florida 32399

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-02/25/98--01082--005
****122.50 ****122.50

Attention: Division of Corporations

Re: Gateway Real Estate Investments, Inc.

Dear Sir or Madam:

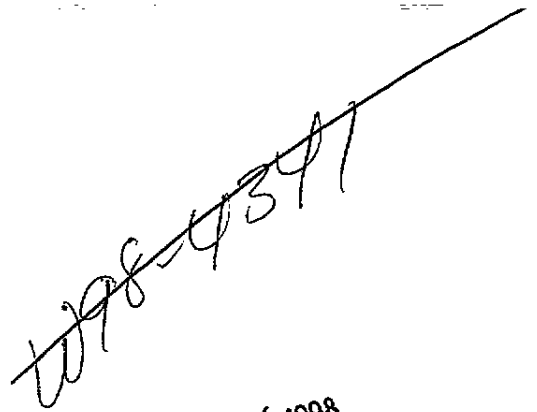
With reference to the above captioned corporation you will find enclosed the following:

1. Original and duplicate original of Articles
2. Check in the amount of \$122.50

Please file the enclosed articles and return one certified copy.

Sincerely,


ALAN SILVERSTEIN


P. Hall
MAR 16 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1998

ALAN SILVERSTEIN, ESQ.
11911 US HWY ONE, SUITE 201
NORTH PALM BEACH, FL 33408

SUBJECT: GATEWAY REAL ESTATE INVESTMENTS, INC.
Ref. Number: W98000004341

We have received your document for GATEWAY REAL ESTATE INVESTMENTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 198A00010936

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ARTICLES OF INCORPORATION
OF
GATEWAY REAL ESTATE INVESTMENTS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is GATEWAY REAL ESTATE INVESTMENTS, INC.

ARTICLE II

The existence of the corporation shall begin on the date these Articles are filed with the Florida Department of State.

ARTICLE III

The street address and mailing address of the principal office of the Corporation is 5825 NW 42nd Way, Boca Raton, Florida 33496.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares, One Dollar, Par Value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V.

Every shareholder, upon issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI

The initial street address of the Corporation's registered office is 11911 US Hwy One, Ste. 201, North Palm Beach, Florida 33408. The initial registered agent for the Corporation at that address is ALAN SILVERSTEIN.

ARTICLE VII

The minimum number of members of the board of directors shall be one. The initial board of directors shall consist of one. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
James E. Goldstein.....	5825 NW 42nd Way Boca Raton, Florida 33496

ARTICLE VIII

The corporation shall have a President and Secretary/Treasurer. The initial officers shall be:

<u>Name</u>	<u>Address</u>
James E. Goldstein President and Secretary/Treasurer	5825 NW 42nd Way Boca Raton, Florida 33496

ARTICLE IX

The business purpose of the Corporation is to engage in any lawful purpose permitted under the laws of the State of Florida.

FILED

ARTICLE X

The names and street addresses of the persons signing these articles of incorporation are:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Address
Alan Silverstein	11911 US Hwy. One Ste. 201 North Palm Beach, Florida 33408

ARTICLE XI

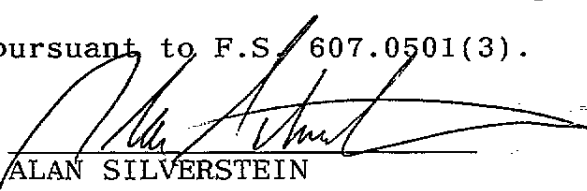
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this ¹⁰~~18~~th day of ~~February~~^{March}, 1998.


ALAN SILVERSTEIN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Gateway Real Estate Investments, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


ALAN SILVERSTEIN

Date: March 10, 1998.