

3/26/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: 661 W. 24 TERRACE, INC.

AUDIT NUMBER.....H98000005872

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
661 W. 24 TERRACE, INC.

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ARTICLE I
CORPORATE NAME

The name of the Corporation shall be: 661 W. 24 TERRACE, INC.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles.

ARTICLE III
PURPOSE

The Corporation may engage in or transact any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of ten cents \$.10 par value common stock, which shall be designated "Common Shares".

Prepared by: Michael H. Lax, Esquire
1970 Madruga Avenue, Suite 311
Coral Gables, Florida 33146
(305) 662-1912
Florida Bar No.: 182067

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ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 250 East Hallandale Beach Boulevard, Suite 1005, Hallandale, Florida 33009.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1570 Madruga Avenue, Suite 311, Coral Gables, Florida 33146, the name of the initial registered agent is MICHAEL H. LAX, ESQUIRE.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name of the Director is:

MARK FEINSTEIN
Director

The address of the Director is:

250 East Hallandale Beach Boulevard
Suite 1005
Hallandale, Florida 33009

and

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MICHAEL SINGER
Director

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The address of the Director is:

10301 S.W. 90th Avenue
Miami, Florida 33176

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is MICHAEL SINGER. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

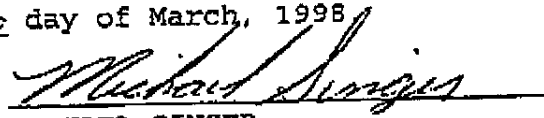
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI
AMENDMENTS

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 has executed these Articles of Incorporation this 26 day of March, 1998


MICHAEL SINGER
Sole Incorporator

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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 26th DAY OF MARCH, 1998.

By:

Michael H. Lax
MICHAEL H. LAX

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