

P98000029077



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 758382 81517A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 122.50

ORDER DATE : March 27, 1998

ORDER TIME : 10:25 AM

ORDER NO. : 758382-005

CUSTOMER NO: 81517A

CUSTOMER: Angel M. Garcia-oliver, Esq
FERRELL & FERTEL, P.A.

Miami Center, Suite 1920
201 S. Biscayne Boulevard
Miami, FL 33131

400002470614--1

DOMESTIC FILING

NAME: INTERCONTINENTAL PROPERTIES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

~~2515~~
~~W98-6887~~

FILED
98 MAR 27 PM 1:13
RECEIVED
98 MAR 27 AM 11:25
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Dmc
3/30/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 27, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: INTERCONTINENTAL PROPERTIES, INC.
Ref. Number: W98000006887

We have received your document for INTERCONTINENTAL PROPERTIES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 998A00016588

RESUBMIT

Please give original
submission date as file date.

RECEIVED
98 MAR 30 AM 11:21
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
INTERCONTINENTAL PROPERTY INVESTMENT, INC.

FILED
98 MAR 27 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, 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:

INTERCONTINENTAL PROPERTY INVESTMENT, INC.

The principal place of business of this corporation shall be 201 South Biscayne Boulevard, Suite 1920 Miami Center, Miami, Florida 33131.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to transact any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 201 South Biscayen Boulevard, Suite 1920 Miami Center, Miami, Florida 33131 and the name of the initial registered agent of the corporation at that address is Angel M. Garcia-Oliver, Ferrell & Fertel, P.A., 201 South Biscayne Boulevard, Suite 1920 Miami Center, Miami, Florida 33131.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall initially have one officer and one director. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Milton M. Ferrell, Jr.

Ferrell & Fertel, P.A.
201 South Biscayne Boulevard
Suite 1920 Miami Center
Miami, Florida 33131

ARTICLE VII. INCORPORATOR

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

Angel M. Garcia-Oliver

Ferrell & Fertel, P.A.
201 South Biscayne Boulevard
Suite 1920 Miami Center
Miami, Florida 33131

ARTICLE VIII. INDEMNIFICATION

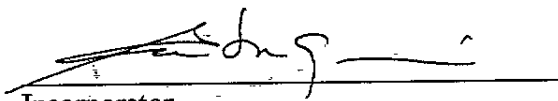
The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right

conferred upon the shareholders is subject to this reservation.

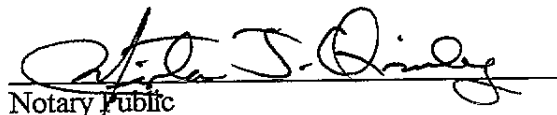
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of March, 1998.


Incorporator

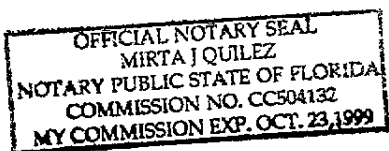
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Angel M. Garcia-Oliver, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation. That I relied upon the following form of identification of the above-named person: (personally known), and that an oath was taken.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 26th day of March, 1998.


Notary Public
State of Florida at Large

My Commission Expires:

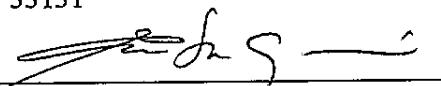


CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

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.

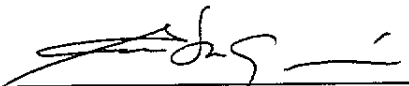
1. The name of the Corporation is: INTERCONTINENTAL PROPERTY INVESTMENT, INC.
2. The name of the Registered Agent and address of the Registered Office is:

Angel M. Garcia-Oliver
Ferrell & Fertel, P.A.
201 South Biscayne Boulevard
Suite 1920 Miami Center
Miami, Florida 33131


Angel M. Garcia-Oliver, Incorporator
Date: March 26, 1998

FILED
98 MAR 27 PM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 that 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 obligation of my position as Registered Agent.


Angel M. Garcia-Oliver, Registered Agent

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Angel M. Garcia to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and that he is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day March, 1998.


Notary Public State of Florida

MIRTA J. Quilez
Printed Notary Signature

My Commission Expires:

