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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: UNION BAY PROPERTIES INC

AUDIT NUMBER.....H98000006982

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Union Bay Properties Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

15520 N.W. 83rd Court
Miami Lakes, FL 33014

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Rodriguez & Morrison P.A.
13903 N.W. 67th Avenue, Suite 450
Miami Lakes, Florida, 33014

Kevin A. Morrison, Esq. FEN 0052264
13903 NW 67th Ave. #450
MIAMI LAKES FL 33014
(305) 825-4778.

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

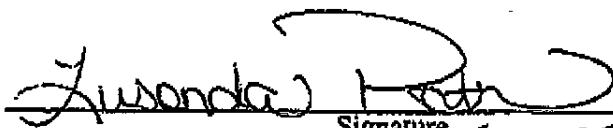
Lusonda Porter
15520 N.W. 83rd Court,
Miami Lakes, FL 33014

Esteban Anderson, Jr.
15520 N.W. 83rd Court,
Miami Lakes, FL 33014

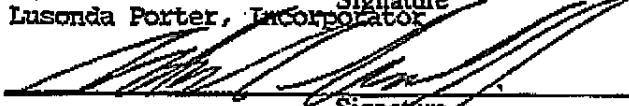
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

08 day of April, 19 98.

(An additional article must be added if an effective date is requested.)



Signature
Lusonda Porter, Incorporator



Signature
Esteban Anderson Jr., Incorporator

Signature

Kevin A. Morrison, Esq. 0052264

H98000006982

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF
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: Union Bay Properties, Inc.

2. The name and address of the registered agent and office is:

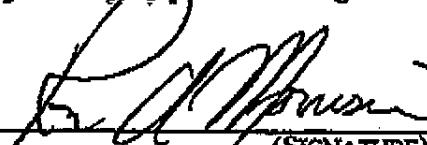
Rodriguez & Morrison P.A.
(NAME)

13903 N.W. 67th Ave, Suite 450
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami Lakes, FL 33014
(CITY/STATE/ZIP)

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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 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)
Kevin A. Morrison, Attorney

04/08/98
(DATE)

Kevin A. Morrison, Esq. 0052264

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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