

4 798000041008

Quarter Number Only

5/4/98 Gary

Requestor's Name
Gary Edwards
Address
20801 Biscayne Blvd.
Aventura, FL 33180
City State ZIP Phone

947-2121

VALIDATION ONLY

FILED
98 MAY -6 PM 1:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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-05/05/98--01048--011
*****70.00 *****70.00

CORPORATION(S) NAME

Venture Properties, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up

RECEIVED
98 MAY -6 PM 10:16
DIVISION OF CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

K. Rolfe

MAY 06 1998

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
Venture Properties, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this Corporation shall be Venture Properties, Inc.

ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of Ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 3530 Mystic Pointe Dr., #2702, Aventura, Florida 33180 and the names of the initial registered agent at that address is ELLEN JOSEPH.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Director constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Director. The names and addresses of the initial Board of Director of the Corporation are:

ELLEN JOSEPH
3530 Mystic Pointe Drive, #2702
Aventura, Florida 33180

SEAN JOSEPH
3530 Mystic Pointe Drive, #2702
Aventura, Florida 33180

ARTICLE VIII-INCORPORATORS

The names and addresses of the Person(s) signing these Articles of Incorporation are:

ELLEN JOSEPH
3530 Mystic Pointe Drive, #2702
Aventura, Florida 33180

SEAN JOSEPH
3530 Mystic Pointe Drive, #2702
Aventura, Florida 33180


ARTICLE IX-INDEMNIFICATION

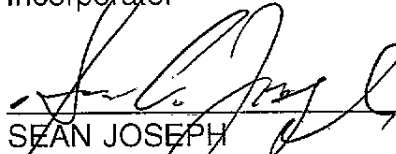
The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

ARTICLE X-AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 4th day of May, 1998.

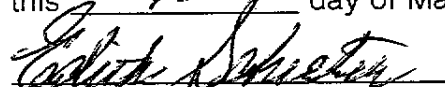

ELLEN JOSEPH
Incorporator

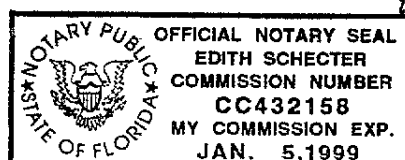

SEAN JOSEPH
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally came and appeared ELLEN JOSEPH AND SEAN JOSEPH, known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4th day of May, 1998.


NOTARY PUBLIC
STATE OF FLORIDA
My Commission Expires:



02# 85 T150-210-44-826-0
02# 55 5210-781-70-090-0

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that VENTURE PROPERTIES, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 3530 Mystic Pointe Drive, #2702, Aventura, Florida 33180, has named ELLEN JOSEPH, located at 3530 Mystic Pointe Drive, #2702, Aventura, Florida 33180 its agent to accept service of process within Florida.

Dated: 5-4-98



ELLEN JOSEPH
Incorporator



SEAN JOSEPH
Incorporator

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to this proper performance of my duties.



ELLEN JOSEPH
Resident Agent

FILED
98 MAY -6 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA