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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CITYWIDE PROPERTIES, INC.

AUDIT NUMBER.....H98000010818

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

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION
OF
CITYWIDE PROPERTIES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts the following articles of incorporation, for the purpose of forming a corporation under the Florida General Corporation Act.

ARTICLE ONE
NAME

The name of the Corporation shall be:

CITYWIDE PROPERTIES, INC.

ARTICLE TWO
PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

780 NW 42nd Avenue, Suite 318
Miami, FL 33126

ARTICLE THREE

The purpose of the Business shall be:

Purchase, sale and management of Real Estate properties

ARTICLE FOUR
CAPITAL STOCK

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

1000

ARTICLE FIVE
REGISTERED AGENT

The name and address of the initial registered agent is:

M. JORGE ARECES, 780 NW 42nd Avenue, Suite 318, Miami, FL 33126

Prepared By:
M. Jorge Areces, P.A.
780 NW Le Jeune Road
Suite 318
Miami, FL 33126
Ph.# (305) 442-2283
Florida Bar No. 796514

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ARTICLES OF INCORPORATION
PAGE 2 OF 2

ARTICLE SIX
NAME AND ADDRESS OF INCORPORATOR


The name and street address of the incorporator to these articles of incorporation is:

M. JORGE ARECES
780 NW 42nd Avenue, Suite 318
Miami, FL 33126

ARTICLE SEVEN
NAMES AND ADDRESSES OF OFFICERS

PRESIDENT:	M. JORGE ARECES
VICE PRESIDENT:	M. JORGE ARECES
SECRETARY:	M. JORGE ARECES
TREASURER:	M. JORGE ARECES
ADDRESS:	780 NW 42nd Avenue, Suite 318 Miami, FL 33126

The undersigned has executed these articles of incorporation on this the 10 day of June, 1998.


M. JORGE ARECES

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE BELOW-REFERENCED CORPORATION, ORGANIZED UNDER THE LAWS OF FLORIDA, HEREBY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING IT'S REGISTERED AGENT & REGISTERED OFFICE, IN AND FOR THE STATE OF FLORIDA.

NAME OF CORPORATION

CITYWIDE PROPERTIES, INC.

REGISTERED AGENT & REGISTERED OFFICE

M. JORGE ARECES
780 NW 42nd Avenue, Suite 318
Miami, FL. 33126


SIGNATURE OF REGISTERED AGENT

6/10/98
DATE

I, M. JORGE ARECES, HAVING BEEN NAMED THE REGISTERED AGENT OF CITYWIDE PROPERTIES, INC. FOR THE PURPOSE OF ACCEPTING SERVICE OF PROCESS AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT OF SAID CORPORATION 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 THAT I AM FAMILIAR WITH AND DO ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


SIGNATURE

6/10/98
DATE

A\CORP.#2.CERTDES.JOR

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