

P98000006895



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

**FOR PICKUP BY
UCC SERVICES**

OFFICE USE ONLY (Document #)

680839

100002602781--2
-07/30/98--01050--009
***122.50 ***122.50

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Berenson Realty I. Inc.

- Walk In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

- Certified Copy
- Certificate of State
- Certificate of Corp
- ARTICLES ONLY
- ALL CHARTER DOCS

RUSH

FILED
98 JUL 30 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FL 32301

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

RECEIVED
98 JUL 30 AM 11:41
DIVISION OF CORPORATION

JUL 30 1998

Ordered By: P. Hall

Date: _____

ARTICLES OF INCORPORATION
OF
BERENSON REALTY I, INC.

FILED
98 JUL 30 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is BERENSON REALTY I, INC., and its initial place of business shall be located at:

9 Island Avenue # 1801
Miami Beach, Florida 33139

ARTICLE II
DURATION

This corporation's existence shall be effective and commence upon the filing of these Articles of Incorporation and shall continue in perpetuity.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in any activities or businesses permitted under the laws of the United States or the State of Florida, or any other state, country, territory or nation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$ 1.00 par value per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of this corporation is:

RICHARD B. BERENSON
9 Island Avenue Unit 1801
Miami Beach, Florida 33139

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

RICHARD B. BERENSON
9 Island Avenue Unit 1801
Miami Beach, Florida 33139

ALINA T. BERENSON
9 Island Avenue Unit 1801
Miami Beach, Florida 33139

DIANE BERENSON WATSON
9 Island Avenue Unit 1801
Miami Beach, Florida 33139

ARTICLE VII
INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

RICHARD B. BERENSON
9 Island Avenue Unit 1801
Miami Beach, Florida 33139

ARTICLE VIII
BY-LAWS

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

ARTICLE IX
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida general corporation act.

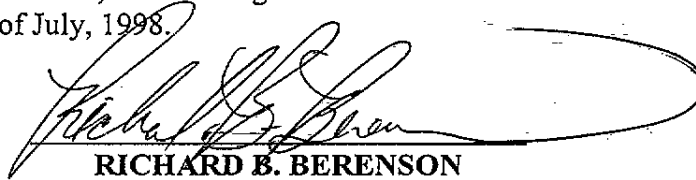
ARTICLE X
INDEMNIFICATION

The corporation shall have the authority to indemnify any officer, director or member, or any former officers, director or member, to the full extent permitted by law.

ARTICLE XI
AMENDMENT OF ARTICLES

The corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

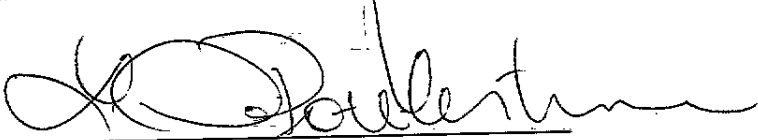
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of July, 1998.


RICHARD B. BERENSON

STATE OF FLORIDA }
COUNTY OF DADE }

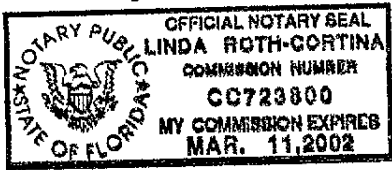
I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared RICHARD B. BERENSON, who, after being duly sworn, acknowledged before me the execution of the foregoing instrument for the purposes therein expressed, and who is personally known to me and who did not take an oath.

WITNESS, my hand and official seal in the County and State last aforesaid on this 28th day of July, 1998



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Page 4 of 4 Pages
ARTICLES OF INCORPORATION
-OF-
BERENSON REALTY I, INC.

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process may be Served and Names and Addresses of the Officers and Directors.

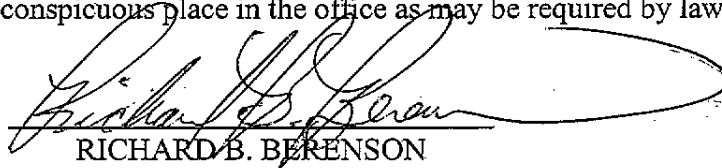
**ATTACHED TO THE ARTICLE S OF INCORPORATION OF
BERENSON REALTY I, INC.
(and made a part hereof)**

Pursuant to Chapters 48 and 607, of the Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, BERENSON REALTY I, INC., desiring to organize under the laws of the state of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami Beach, County of Dade, State of Florida, has named RICHARD B. BERENSON, of 9 Island Avenue, Unit 1801, Miami Beach, Florida 33139, as its Registered Agent to accept service of process within this state.

ACCEPTANCE

THAT, I am familiar with and accept the obligations of and agree, as Registered Agent to accept Service of Process; to keep an office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as may be required by law from time to time.



RICHARD B. BERENSON
Registered Agent

FILED
98 JUL 30 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA