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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

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CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: VALUE PROPERTY INVESTMENTS, INC. AUDIT NUMBER.....H98000015442 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

VALUE PROPERTY INVESTMENTS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME OF THIS CORPORATION IS:

VALUE PROPERTY INVESTMENTS, INC.

2. PRINCIPAL OFFICE:

The principal office of the corporation shall be at:

5440 North State Road 7
Suite 204
Fort Lauderdale, Florida 33319

3. DURATION:

The period of duration of this corporation shall be perpetual.

4. PURPOSE:

The purpose is to engage in a lawful business permitted under the laws of the United States and the State of Florida.

5. CAPITAL STOCK:

The corporation is authorized to issue 1000 shares, all of one class having a par value of \$1.00 Dollar per share.

PREPARED BY:

Norman Marcus, Esquire
Norman Marcus, P. A.
8181 West Broward Boulevard
Suite 300

Plantation, Florida 33324
Telephone Number: (954) 475-2500
Florida Bar No. 200921

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6. INITIAL REGISTERED OFFICE AND AGENT:

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

Norman Marcus
8181 West Broward Boulevard
Suite 300
Plantation, Florida 33324

7. NUMBER OF DIRECTORS AND INITIAL DIRECTORS:

This corporation shall have two directors initially. The number of directors may be increased or decreased by an amendment of the bylaws of the corporation adopted by all the Shareholders. The name of the initial Directors and their addresses are:

<u>Name</u>	<u>Address</u>
Brian Savage, President	5440 N. State Rd. 7 Suite 204 Fort Lauderdale, FL 33319
Leonard Feinstein Vice President, Secretary	5440 N. State Rd. 7 Suite 204 Ft. Lauderdale, FL 33319

8. INCORPORATOR:

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

<u>Name</u>	<u>Address</u>
Norman Marcus	8181 West Broward Blvd. Suite 300 Plantation, FL 33324

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9. BYLAW AMENDMENT:

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Shareholders.

10. INDEMNIFICATION:

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

11. INFORMAL ACTION OF DIRECTORS:

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

12. AMENDMENT OF ARTICLES:

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto 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 19 day of Aug, 1998.


NORMAN MARCUS, Incorporator

STATE OF FLORIDA)
 §
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Norman Marcus, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument, and he is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19 day of August, 1998.




NOTARY PUBLIC, State of
Florida at Large

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVICED**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, VALUE PROPERTY INVESTMENTS, INC., desiring to organize under the laws of the State of Florida, with its principal office in Broward County, State of Florida, has named Norman Marcus, 8181 West Broward Boulevard, Suite 300, Plantation, Florida 33324, its agent to accept service of process within this State.


NORMAN MARCUS, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent

By: 
NORMAN MARCUS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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