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MARTIN SHAPIRO
Attorney at Law
767 Arthur Godfrey Road
Miami Beach, Florida 33140

Telephone (305) 538-2344
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EFFECTIVE DATE
8-19-98

August 19, 1998

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-08/21/98--01042--017
***122.50 ***122.50

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Land Use Advisory Consultants, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above corporation and a check for \$122.50. Please certify the duplicate and return it to me.

Yours truly,



Martin Shapiro

FILED
98 AUG 21 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-24-98
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FILED
98 AUG 21 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LAND USE ADVISORY CONSULTANTS, INC.

EFFECTIVE DATE
8-19-98

ARTICLE I - NAME

The name of this corporation is Land Use Advisory Consultants, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the subscription and acknowledgement of these Articles, to wit: August 19, 1998.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,500 shares of no par value common stock which shall be designed 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the initial principal office of this corporation 3225 Aviation Avenue, Suite 700, Coconut Grove, Florida 33133.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is: Martin Shapiro, 767 Arthur Godfrey Road, Miami Beach, Florida 33140.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this corporation's initial registered office is 767 Arthur Godfrey Road, Miami Beach, Florida 33140, and the name of its initial registered agent at that address is Martin Shapiro.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of August, 1998.



Martin Shapiro

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

FILED
98 AUG 21 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.0501(3), Florida Statutes, the following is submitted:

That Land Use Advisory Consultants, Inc., desiring to organize or qualify under the laws of the State of Florida, with its initial principal office at 3225 Aviation Avenue, Suite 700, Coconut Grove, Florida 33133, has named Martin Shapiro, 767 Arthur Godfrey Road, Miami Beach, Florida 33140 as its agent to accept service of process within Florida.

Dated: August 19, 1998

Martin Shapiro
Martin Shapiro

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 the proper performance of my duties.

Martin Shapiro
Martin Shapiro

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Martin Shapiro, personally known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 19th day of August, 1998.

Robert H. Yaffe
Notary Public, State of Florida

