

8/26/98

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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H98000015944 5))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN

PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: COMESTATE, INC.

AUDIT NUMBER.....H98000015944

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

CERT. OF STATUS..0

PAGES..... 1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/26/98

H98-15944

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: ComEstate, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address of Corporation: 312 NORTHEAST 17th AVENUE

FORT LAUDERDALE, FL 33301

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: S. HARVEY ZIEGLER

REGISTERED OFFICE: 370 MINORCA AVENUE

CORAL GABLES, FL 33134

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

08 / 26 / 98
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. RICHARD J. DONWORTH, 63 PENBROKE ROAD, BALLSBRIDGE DUBLIN 4, REPUBLIC OF IRELAND
2. JONATHAN R. FRIEDEL, 312 NORTHEAST 17th AVENUE, FORT LAUDERDALE, FL 33301
3. TO BE NAMED

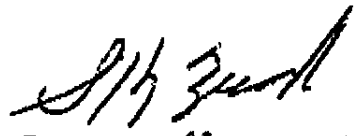
Article 5: The NAME and ADDRESS of the INCORPORATOR is:

S. HARVEY ZIEGLER

370 MINORCA AVENUE

CORAL GABLES, FL 33134

In witness whereof, I have subscribed my name:


Signature of Incorporator

H98-15944

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571