



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 951063 7163953

AUTHORIZATION

COST LIMIT : *Patricia Pizut*

ORDER DATE : September 3, 1998

ORDER TIME : 10:49 AM

ORDER NO. : 951063-005

100002632221--3

CUSTOMER NO: 7163953

CUSTOMER: Mr. Martin I. Bodzin
BODZIN & BODZIN
ATTORNEYS AT LAW
One Park Place, Suite 240
621 Northwest 53rd Street
Boca Raton, FL 33487

DOMESTIC FILING

NAME: ~~P & M DEVELOPMENT CORP.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

2544
W98-20354

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 12:58

RECEIVED
98 SEPT 4 AM 11:39
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: M & P DEVELOPMENT CORP.
Ref. Number: W98000020354

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 12:58

RESUBMIT
Please give original
submission date as file date.

We have received your document for M & P DEVELOPMENT CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 598A00046000

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98 SEP 22 AM 10:44
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 12:58

September 8, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: P & M DEVELOPMENT CORP.
Ref. Number: W98000020354

RESUBMIT

Please give original
submission date as file date.

We have received your document for P & M DEVELOPMENT CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 998A00045558

DIVISION OF CORPORATIONS

98 SEP -9 PM 2:46

RECEIVED

ARTICLES OF INCORPORATION

OF

PHILIP & MATTHEW DEVELOPMENT CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 12:58

THIS IS TO CERTIFY that we, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1995, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and we do certify that:

1. The name of the corporation is:

PHILIP & MATTHEW DEVELOPMENT CORP.

2. The major purpose of the corporation will be to develop and manage real estate. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all of the powers authorized and permitted by the said Statutes to corporation formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be ONE HUNDRED (100) shares of Common Stock at a par value of TEN (\$10.00) DOLLARS per share.

4. The corporation shall commence business with not less than ONE THOUSAND (\$1,000.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

6320 Via Tierra
Boca Raton, Florida 33433

7. There shall be two (2) directors initially. The number of directors may be changed by a majority vote of the directors then in power.

8. The name and post office address of the members of the first Board of Directors, and the Officers, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

PHILIP HORNICK
6320 Via Tierra
Boca Raton, FL 33433

President, Treasurer
and Director

MATTHEW HORNICK
6320 Via Tierra
Boca Raton, FL 33433

Vice-President, Secretary
and Director

9. The name and post office address of the subscribers to these Articles of Incorporation, and a statement of the number

of shares of stock which we agree to take and the value of the consideration therefor, are as follows:


<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
PHILIP HORNICK 6320 Via Tierra Boca Raton, FL 33433	75	\$750.00
MATTHEW HORNICK 6320 Via Tierra Boca Raton, FL 33433	25	\$250.00

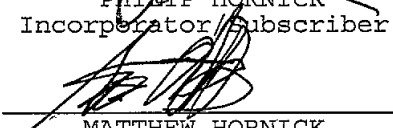
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 12:58

10. The corporation designates as its registered office the office of BODZIN & BODZIN, Attorneys at Law, Suite 240, 621 Northwest 53rd Street, Boca Raton, Florida 33487 and MARTIN I. BODZIN, ESQ. as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Boca Raton, Florida, this 29th day of August, 1998.

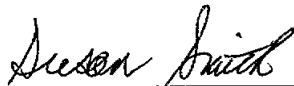

[SEAL]
PHILIP HORNICK
Incorporator/Subscriber


[SEAL]
MATTHEW HORNICK
Incorporator/Subscriber

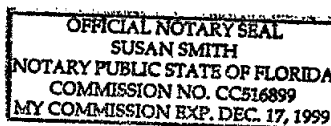
STATE OF FLORIDA]
 : ss.
COUNTY OF PALM BEACH]

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, appeared PHILIP HORNICK and MATTHEW HORNICK, to me personally known or who have produced as identification, and who executed the foregoing Articles of Incorporation, and who, after taking an oath, acknowledged before me that they subscribed to the said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 29th day of August, 1998.

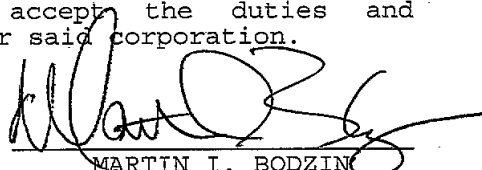


Notary Public, State of Florida
at Large
My Commission Expires: _____



ACCEPTANCE

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



MARTIN I. BODZIN
Registered Agent