

LAW OFFICES OF
Frank W. Ricci, P.A.
P9800059448

IMMIGRATION & CUSTOMS ATTORNEYS

FRANK W. RICCI*
*MEMBER INDIANA BAR ONLY
PRACTICE LIMITED EXCLUSIVELY
TO IMMIGRATION & CUSTOMS LAW
ALSO ADMITTED:
UNITED STATES SUPREME COURT

U.S. TAX COURT

U.S. COURT OF INTERNATIONAL TRADE

U.S. COURT OF APPEALS
FOR THE FEDERAL CIRCUIT

BETTINA DIETCH
OFFICE ADMINISTRATOR

SENIOR PARALEGAL

BELLE KRUPINSKI

PARALEGAL STAFF

SUSAN E. CAIRL

MARTINA CASO

PATRICIA CORRADO

LISA MILAM

ESTI VOLLINGER

October 16, 1998

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314
Attn: Div. Of Corporations

500002666925-4
-10/19/98-DI080-016
122.50 **78.75

Dear Sir/Madam:

Enclosed please find Articles of Incorporation together
with a check in the amount of \$122.50.

I have also enclosed an extra copy of the Articles for
you to stamp them "filed" and return to our office in
the enclosed self-addressed stamped envelope.

Please note that the corporation already existing
"Condor Properties of Miami, Inc." is owned by the same
person as the enclosed corporation.

Any questions, please feel free to call me.

Respectfully,

FRANK W. RICCI, P.A.

B. Dietch

Bettina Dietch
Assistant

P. Hall

OCT 20 1998

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98 OCT 19 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

OF

98 OCT 19 PM 3:22

CONDOR PROPERTIES OF MIAMI II, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of this corporation shall be:

CONDOR PROPERTIES OF MIAMI II, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature, object and purpose is to do and transact all lawful business.

ARTICLE III

CAPITAL STOCK

The capital stock of this Corporation shall be 1000 shares at \$1.00 par value, which shall be designated "Common Shares."

ARTICLE IV

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

ARTICLE V
CORPORATE EXISTENCE

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be 6929 NW 46th Street, Miami, Florida 33166, County of Broward, State of Florida, and its mailing address shall be:

6929 NW 46th Street
Miami, Florida 33166

with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

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

Martin E. Washofsky
6929 NW 46th Street
Miami, Florida 33166

ARTICLE VIII
OFFICERS AND DIRECTORS

The names and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Martin E. Washofsky, Director
6929 NW 46th Street
Miami, Florida 33166

The corporation at all times shall have at least one director. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in the corporation.

ARTICLE IX

INCORPORATORS

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

Martin E. Washofsky
6929 NW 46th Street
Miami, Florida 33166

ARTICLE X

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders.

ARTICLE XI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 16th day of Oct., 1998.

In the presence of:

Bettina Dietch

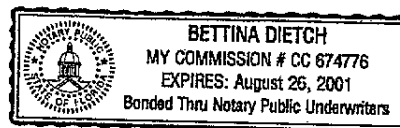
MER
MARTIN E. WASHOFSKY

Angela K. Flanagan

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public, duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared Martin E. Washofsky personally known by me and who in my presence executed the foregoing instrument and who under oath acknowledged to me and before me that he executed the same. WITNESS my hand and official seal in the County and State last aforesaid this 16th day of Oct., 1998.

Bettina Dietch
Notary Public



State of Florida at Large
My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Martin E. Washofsky

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

First, that CONDOR PROPERTIES OF MIAMI II, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 6929 NW 46TH Street, Miami, Florida 33166, County of Broward, State of Florida, has named:

Martin E. Washofsky
6929 NW 46th Street
Miami, Florida 33166

as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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


MARTIN E. WASHOFSKY

FILED
98 OCT 19 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA