

P98000094658

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8370 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 NOV -9 AM 11:57

FMG Developers, Inc

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File 400002682884 -4
-11/09/98-01021--012

Fictitious Name File *****78.75 *****78.75

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Signature _____

Requested by:

Name _____

Date 11/9 Time 10:00

Courier

Copy

File

FILED
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ARTICLES OF INCORPORATION DIVISION OF CORPORATIONS
OF
FMG DEVELOPERS, INC. 98 NOV -9 AM 11:57

ARTICLE I - NAME

The name of this corporation is FMG DEVELOPERS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

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 100 share of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is Offices of BRENNER & DIENSTAG, P.A., 21 S.E. 1st Avenue, Suite 800, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is RICHARD M. BRENNER, ESQ..

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either

increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director nor more than five. The name(s) and address(es) of the initial Board of Director(s) of this corporation are:

GILBERTO CERDA, JR. 21 S.E. 1st Avenue, Suite 800
President/Treasurer Miami, Florida 33131
Director

ARTICLE VII - INCORPORATOR

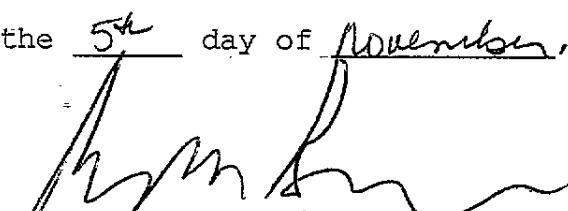
The name and address of the Incorporator signing these Articles is:

RICHARD M. BRENNER 21 S.E. 1st Avenue, #800, Miami, FL

ARTICLE VIII - 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 5th day of November, 1998

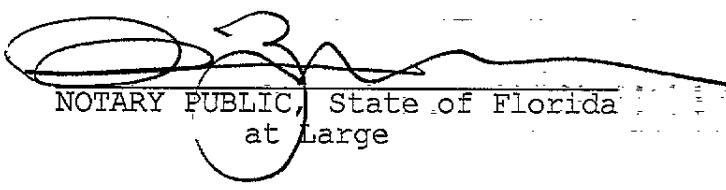

RICHARD M. BRENNER
Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF MIAMI-DADE)

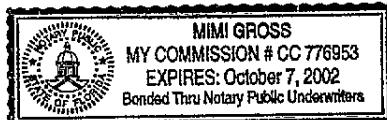
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD M. BRENNER, known to be and known by me to be the person

who executed the foregoing Articles of Incorporation, and she 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 5th day of November, 1998.


NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

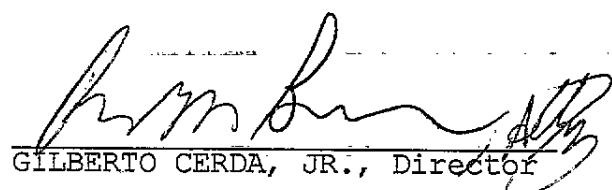


CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT FMG DEVELOPERS, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 21 S.E. 1st Avenue, Suite 800, Miami, Florida 33131, has named RICHARD M. BRENNER as its agent to accept service of process within Florida.

Dated: 11/6/98



GILBERTO CERDA, JR., Director

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept 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.



RICHARD M. BRENNER
Registered Agent

CERDA-JR\FMG-ART

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