(((H98000022082 5)))

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

NAME: 23RD STREET APARTMENTS, INC.

AUDIT NUMBER..... H98000022082

DOC TYPEFLORIDA PROFIT CORPORATION OF P.A. CERT. OF STATUS... PAGES 4

CERT. OF STATUS...0

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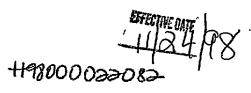
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ARTICLES OF INCORPORATION

OF

23rd STREET APARTMENTS, INC.

Article I - Name

The name of this corporation is 23rd Street Apartments, Inc.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This Corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This Corporation is authorized to issue one hundred (100) shares of Ten Dollars (\$10.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the registered office of this Corporation is 81 Island Drive, Key Biscayne, Florida 33149, and the name of the initial registered agent of this Corporation at that address is A.J. LARREA.

Article VI - Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-laws but shall never be less than one (1). The name and addresses of the initial director of the Corporation is:

<u>Name</u>

<u>Address</u>

A.J. Larrea

81 Island Dr. Key Biscayne, FL 33149

Prepared by: Fernando R. Rodriguez 901 Ponce de Leon Blvd., # 501 Coral Gables, Fl 33134 (305)445-0611 H980000 POR SHATE THE BUILDING SECRETARY OF SHATE THE BUILDING

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Article VII - Incorporator

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

A.J. Larrea 81 Island Dr. Coral Gables, FL 33134

Article VIII - Initial Officers

The initial officers of the Corporation are as follows:

A.J. Larrea - President A.J. Larrea - Vice President A.J. Larrea - Treasurer A.J. Larrea - Secretary

Article IX - Initial Place of Business

The initial place of business of the Corporation is 81 Island Dr. Key Biscayne, Florida 33149

Article X - By-laws

The By-laws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation.

Article XI - Amendments to Articles

These Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in a manner provided by the By-laws of the Corporation.

Article XII - Commencement

The existence of this Corporation shall commence on the 24th day of November, 1998.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Incorporation this 24th day of November, 1998.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared A. J. LARREA, who is known to me to be the person who executed the foregoing Articles of Incorporation or who produced Musik likeral as identification.

SWORN TO AND SUBSCRIBED before me this 24th day of November 1998.

Notary Public, State of Plotida at Large

My commission expires:
OFFICIAL NOTARY SEAL
ROSARIO B RODRIGUEZ
NOTARY FUBLIC STATE OF FLORIDA
COMMISSION NO. CC509402
MY COMMISSION EXP. DEC. 9,1999

ACCEPTANCE OF RESIDENT AGENT

I, A. J. LARREA, hereby accept the foregoing Designation of Resident Agent, this 24th day of November, 1998.

STATE OF FLORIDA)

COUNTY OF DADE)

98 NOV 25 PI SECRETARY OF ALLAHASSEE.

BEFORE ME, the undersigned authority, personally appeared A.N. J. LARREA, who is known to me to be the person who subscribed to the foregoing Acceptance of Resident Agent who produced Manual License as identification.

SWORN TO AND SUBSCRIBED before me this 24 day of

Home B Lodeguer Notary Public, State of Florida at Large

My commission expires:

COMMISSION EXP. DEC. 2,1999

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