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THE UNITED STATES CORPORATION	n ees	_		000
COMPANI	ACCOUNT NO.	:	072100000	
	REFERENCE	:	071277	100

72A

ORDER DATE: December 18, 1998

ORDER TIME : 1:41 PM

ORDER NO. : 071277-005

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CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq LAMBERTUS & LAMBERTUS

LAMBERTUS & LAMBERTUS

Suite 604

2929 East Commercial Boulevard

Fort Lauderdale, FL 33308

DOMESTIC FILING

.. NAME:

POMPANO SHORES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

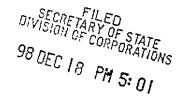
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF



POMPANO SHORES, INC.

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be **POMPANO SHORES**, **INC**. The principal office of the corporation is **2597 S.E. 12th Street**, **Pompano Beach**, **Florida 33062** and the mailing address of the corporation is **2597 S.E. 12th Street**, **Pompano Beach**, **Florida 33062**.

ARTICLE II DURATION

The term of existence is perpetual.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is **500** shares and each share shall be the par value of **\$1.00**. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

ARTICLE IV REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 2597 S.E. 12th Street, Pompano Beach, Florida 33062 and the name of the initial registered agent at that address is JOHN ALBANESE.

ARTICLE V BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of **one** (1) member; but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-Laws of the corporation. The members of the Board of Directors need not be stockholders of the corporation.

The name and mailing address of each initial member of the first Board of Directors who shall hold office until the first annual meeting or until such member's successor is elected and qualified, are set forth below:

NAME

ADDRESS

JOHN ALBANESE

2597 S.E. 12th Street Pompano Beach, Florida 33062

ARTICLE VI

The name and mailing address of the Incorporator of the corporation is:

NAME

ADDRESS

JOHN ALBANESE

2597 S.E. 12th Street Pompano Beach, Florida 33062

ARTICLE VII INDEMNIFICATION

This corporation shall indemnify any director, officer, employee or agent of the corporation to the fullest extent permitted by Florida law.

ARTICLE VIII AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE IX CONTROL SHARE ACQUISITIONS

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this ____ of December, 1998

JOHN ALBANESE

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOHN ALBANESE, who is personally known to me or who has produced a as identification, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed, and who did take an oath.

WITNESS my hand and Official seal in Broward County, State of Florida, this day of December, 1998.

Notary Public, State of Florida

My Commission Expires:

Gail D. White
Notary Public, State of Florida
Commission No. CC 439645
OF R.S. My Commission Expires 04/25/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

REGISTERED AGENT DESIGNATION

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **POMPANO SHORES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2597 S.E. 12th Street, Pompano Beach, Florida 33062 has named JOHN ALBANESE located 2597 S.E. 12th Street, Pompano Beach, Florida 33062 as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity; and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

INCORPORATOR:

REGISTERED AGENT:

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