



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 133609 108588A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : February 12, 1999

ORDER TIME : 12:16 PM

ORDER NO. : 133609-005

CUSTOMER NO: 108588A

CUSTOMER: Stanley E. Israel, Esq
STANLEY E. ISRAEL, PA
STANLEY E. ISRAEL, PA
450 North Park Road, Suite 805

Hollywood, FL 33021

400002774034--5

DOMESTIC FILING

NAME: UNIVERSITY AND PINES, INC.

*****FILE 1ST*****

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 12 PM 5:21

RECEIVED
99 FEB 12 PM 1:3
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 12 PM 5:21

**ARTICLES OF INCORPORATION
OF
UNIVERSITY AND PINES, INC.**

ARTICLE I-- NAME

The name of this corporation is UNIVERSITY AND PINES, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

12000 Biscayne Boulevard
Penthouse 810
Miami, Florida 33181

ARTICLE III -- PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

12000 Biscayne Boulevard
Penthouse 810
Miami, Florida 33181

and the name and address of the initial registered agent of this corporation are:

Name

R. Scott Ireland

Address

12000 Biscayne Boulevard
Penthouse 810
Miami, Florida 33181

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII-- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

Name

Address

R. Scott Ireland

12000 Biscayne Boulevard
Penthouse 810
Miami, Florida 33181

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Name

Address

R. Scott Ireland

12000 Biscayne Boulevard
Penthouse 810
Miami, Florida 33181

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders(or voting groups of shareholders) than is required by law.

ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director and incorporator, or any former officer, director and incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 10th day of February, 1999.



R. Scott Ireland, Incorporator and
Registered Agent

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