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	COMPANY	<u></u>

ACCOUNT NO. : 07210000032

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. Isrāel, Esq

STANLEY E. ISRAEL, PA STANLEY E. ISRAEL, PA

450 North Park Road, Suite 805 400002774034

Hollywood, FL 33021

DOMESTIC FILING

NAME: UNIVERSITY AND PINES, INC.

****FILE 1ST****

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

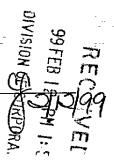
__ CERTIFIED COPY

PLAIN STAMPED COPY

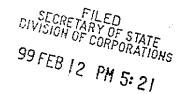
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:



IRELAND\8321ART.INC



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

Address

R. Scott Ireland

12000 Biscayne Boulevard Penthouse 810 Miami, Florida 33181

This Instrument prepared by: Stanley E. Israel Florida Bar No.0115194 STANLEY E. ISRAEL, P.A. 450 North Park Road, Suite 805 Hollywood, Florida 33021

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 Bylaws 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 10 day of February, 1999.

R. Scott Ireland, Incorporator and

Registered Agent

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