199000081100

CSC THE UNITED STATES CORPORATION

ACCOUNT NO.: 072100000032

REFERENCE: 147301

101 01011CD : 131212

COST LIMIT : \$ 78.75

ORDER DATE: February 24, 1999

ORDER TIME : 4:29 PM

ORDER NO. : 147301-005

CUSTOMER NO: 4312129

CUSTOMER: Ms. Patricia Kelly

DICKENSON MURDOCH REX & SLOAN, DICKENSON MURDOCH REX & SLOAN,

Suite 410

980 North Federal Highway

Boca Raton, FL 33432

DOMESTIC FILING

NAME: HRM III DEVLOPMENT CORP.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY

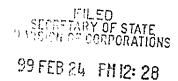
CERTIFICATE OF GOOD STANDING

ONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

00 10001999

99 FFB 24 PH 12: 28



ARTICLES OF INCORPORATION

OF

HRM III DEVELOPMENT CORP.

ARTICLE I.

<u>NAME</u>

The name of the corporation is:

HRM III DEVELOPMENT CORP.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

<u>PURPOSE</u>

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

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 2650 N.W. 23rd Way, Boca Raton, Florida 33431.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2650 N.W. 23rd Way, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is THOMAS A. HEAD.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial director is:

THOMAS A. HEAD 2650 N.W. 23RD WAY BOCA RATON, FLORIDA 33431

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

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

THOMAS A. HEAD 2650 N.W. 23RD WAY BOCA RATON, FLORIDA 33431

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of FEBRUARY
Incorporation this 17 day of January, 1999.

THOMAS A. HEAD

STATE OF FLORIDA COUNTY OF PALM BEACH

FEBRUAR, The foregoing Articles of Incorporation were acknowledged before me this 17 day of January, 1999, by THOMAS A. HEAD. He is personally known to me, or improduced FL. DR LIC #H 300-831-46 as identification.

411-0

Printed Name of Notary/Serial Number

My Commission Expires: 2 · 25 · 2001

FILED
SHOWETARY OF STATE
OF STATE
OF STATE

99 FEB 24 PM 12: 28

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of HRM III DEVELOPMENT CORP. at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

This ______ day of January, 1999.

THOMAS A. HEAD

SACLAHEADAHRM III Development CorplArticles.frm