

P99000028037



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 182512 4303929

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 70.00

ORDER DATE : March 25, 1999

ORDER TIME : 10:23 AM

ORDER NO. : 182512-005

CUSTOMER NO: 4303929

000002818120--4

CUSTOMER: Ms. Stephanie C. Johnson
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: ELYSIAN CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*611
W99-7257*

99 MAR 25 PM 1:37

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS

99 MAR 25 AM 11:2

RECEIVED

3/26/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 1:37

March 25, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ELYSIAN CORPORATION
Ref. Number: W99000007257

We have received your document for ELYSIAN CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 099A00015138

RESUBMIT

Please give original
submission date as file date.

99 MAR 25 PM 11:20
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
ELYSIAN CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 1:37

ARTICLE I

The name of the corporation is ELYSIAN CORPORATION (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 200 Ocean Lane Drive, Key Biscayne, Florida 33149.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Director is one (1), and the name of the member of the initial Board of Director, who is to serve as the Corporation's director until successor(s) is duly elected and qualified is:

Daniel Reed
200 Ocean Lane Drive
Key Biscayne, Florida 33149


ARTICLE VII

The name of the Incorporator is Daniel Reed and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 24th day of March, 1999.


Daniel Reed, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ELYSIAN CORPORATION hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY


Agent for the Registered Agent

Karen B. Rozar, Asst. Sec.
Corporation Service Company

Dated: March 25, 1999

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