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LAW OFFICE
JOSEPH M. BALOCCO, P. A.
1323 SE Third Avenue
Fort Lauderdale, Florida 33316

JOSEPH M. BALOCCO
THOMAS T. COON, JR.

Telephone: (954) 764-0005
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March 26, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-04/05/99 --01034--017
122.50 **78.75

RE: Alpine on Hudson, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above proposed corporation.

If same meets with your approval I would ask that you endorse the copy, certify it and return in the self-addressed, stamped envelope provided.

Our check in the sum of \$122.50 is enclosed to cover the various filing fees.

Thank you very much for your continued courtesies and cooperation.

Sincerely yours,

JOSEPH M. BALOCCO

JMB/ves
enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 7:28

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 7:28

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is: ALPINE ON HUDSON, INC. The principal address of the corporation is 1650 E Sunrise Boulevard, Fort Lauderdale, FL 33304.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

ARTICLE IV - STOCK

This corporation is authorized to issue 100 shares of NO par value common stock which shall be designated "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1650 E Sunrise Boulevard, Fort Lauderdale, Florida 33304, and the name of the initial registered agent of this corporation at that address is: JOHN O. ULBRICH.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in

accordance with the By Laws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME: ADDRESS:

JOHN O. ULBRICH 1650 E Sunrise Boulevard, Fort Lauderdale, FL 33304

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME: ADDRESS:

JOHN O. ULBRICH 1650 E Sunrise Boulevard, Fort Lauderdale, FL 33304

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31 day of MARCH, 1999.



JOHN O. ULBRICH, SUBSCRIBER

STATE OF FLORIDA
COUNTY OF BROWARD

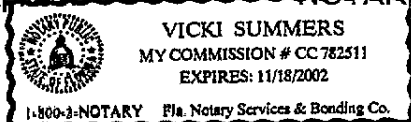
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN O. ULBRICH, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged

before me that he executed those Articles of Incorporation or who produced a valid Florida Driver License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 31 day of March, 1999.

My Commission Expires:

NOTARY PUBLIC



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:

FIRST--THAT ALPINE ON HUDSON, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1650 E SUNRISE BOULEVARD, CITY OF FORT LAUDERDALE, STATE OF FLORIDA, 33304, HAS NAMED JOHN O. ULBRICH, LOCATED AT 1650 E SUNRISE BOULEVARD, CITY OF FORT LAUDERDALE, STATE OF FLORIDA, 33304, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

JOHN O. ULBRICH

TITLE

PRES.

DATE

3/31/99

99 APR -5 1AM 7:29

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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 PERFORMANCE OF MY DUTIES.

SIGNATURE

JOHN O. ULBRICH

DATE

3/31/99