99000033895

THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE: 202820

11555A

AUTHORIZATION :

ORDER DATE: April 13, 1999

ORDER TIME : 2:26 PM

ORDER NO. : 202820-005

CUSTOMER NO:

11555A

CUSTOMER: Michael D. Mopsick, Esq

MICHAEL D. MOPSICK, PA MICHAEL D. MOPSICK, PA

Suite 200

7777 Glades Road

Boca Raton, FL 33434

DOMESTIC FILING

AMG DEVELOPMENT, INC.

EFFECTIVE DATE:

XX	ARTICLES OF	INC	ORPORAT.	ION
	CERTIFICATE	OF	LIMITED	PARTNERSHIP

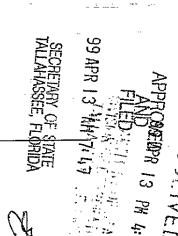
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

AMG DEVELOPMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: AMG DEVELOPMENT, INC.

The address of the principal office of this corporation shall be 3800 South Ocean Drive, Suite 205, Hollywood, Florida 33019, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

APPROVED

99 APR 13 AM 7: 4-7
SECRETARY OF STATE
TRECRETARY OF STATE

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7777 Glades Road, Suite 200, Boca Raton, Florida 33434 and the name of the initial registered agent of the corporation at that address is Michael D. Mopsick, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ross F. Adickman Pres. 3800 South Ocean Drive, Suite 205 Hollywood, Florida 33019

Alejandro Gomez V. Pres. Same

Adam J. Mopsick Sec./Treas._ Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on April 13, 1999.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozai

AKC/jjw



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is AMG Development, Inc.
- 2. The name and address of the registered agent and office is: MICHAEL D. MOPSICK, ESQ., 7777 Glades Road, Suite 200, Boca Raton, County of Palm Beach, State of Florida.

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

MICHAEL D. MOPSICK, ESQ.

Registered Agent

MICHAEL D. MOPSICK, P.A.

7777 Glades Road

Suite 200

Boca Raton, Florida 33434

(561) 488-8807