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THE UNITED STATES CORPORATION COMPANY

FILED

99 MAY -4- PM 3:57

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 227416 5011275

AUTHORIZATION : Patricia Pizuto

COST LIMIT : \$ 78.75

ORDER DATE : May 4, 1999

ORDER TIME : 12:31 PM

ORDER NO. : 227416-005

CUSTOMER NO: 5011275

200002862442-5

CUSTOMER: Cliff Hertz, Esq BROAD AND CASSEL BROAD AND CASSEL Suite 500 400 Australian Avenue South West Palm Beach, FL 33401

DOMESTIC FILING

NAME: BRICKELL NORTH INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: PH 5/4/99

RECEIVED 99 MAY -4- PM 1:43 DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
BRICKELL NORTH INVESTMENTS, INC.**

FILED
99 MAY -4 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

BRICKELL NORTH INVESTMENTS, INC.

The address of the principal office of this corporation shall be 5825 N.W. 42ND Way, Boca Raton, Florida 33496, and the mailing address 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 \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 400 Australian Avenue South, Suite 500, West Palm Beach, FL 33401 and the mailing address at that location is the same, and the name of the initial registered agent of the corporation at that address is Clifford I. Hertz, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) directors initially. The names and street addresses of the initial members of the Board of Directors are:

James E. Goldstein

5825 N.W. 42nd Way
Boca Raton, FL 33496

Anders U. Schroeder

5825 N.W. 42nd Way
Boca Raton, FL 33496

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until each's successor is elected or appointed, are:

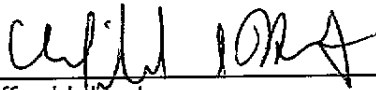
President	James E. Goldstein	5825 N.W. 42 nd Way Boca Raton, FL 33496
Secretary	Christine Goldstein	5825 N.W. 42 nd Way Boca Raton, FL 33496

ARTICLE VIII. INCORPORATOR

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

Clifford I. Hertz, Esq.
400 Australian Avenue South, Suite 500
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 3rd day of May, 1999.



Clifford I. Hertz
Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

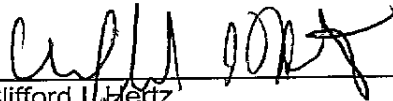
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Pursuant to Section 48.091 and Chapter 607, Florida Statutes, BRICKELL NORTH INVESTMENTS, INC., having filed its Articles of Incorporation contemporaneously herewith, has designated 400 Australian Avenue South, Suite 500, West Palm Beach, FL 33401, as the place of business for the service of process within this state.

The above corporation has named Clifford I. Hertz, Esq. to be its registered agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable hereto.

By:



Clifford I. Hertz
Registered Agent