

P99000047004

May 18, 1999

Florida Department of State
Carolyn Batten

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-05/10/99--01102--016
*****78.75 *****78.75

We recently filed Articles of Incorporation for CORAL GABLES PROPERTY, INC. However, we were unaware that the name was not available. Enclosed is a new Article of Incorporation for BLACKSTAR REAL ESTATE, INC. If you have any questions, please call me at (305) 441-0882.

Thank you,

Patrick Catania

Patrick M. Catania

FILED
99 MAY 25 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
5-25-99
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 13, 1999

PATRICK M. CATANIA
224 PALERMO AVE.
CORAL GABLES, FL 33143

SUBJECT: CORAL GABLES PROPERTY, INC.
Ref. Number: W99000011216

We have received your document for CORAL GABLES PROPERTY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 099A00026334

ARTICLES OF INCORPORATION
OF

Blackstar Real Estate, Inc.

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

FILED
99 MAY 25 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation (hereinafter called the "Corporation") is:

Blackstar Real Estate, Inc.

ARTICLE II

DURATION

The duration of the Corporation shall be perpetual.

The principal place of business and mailing address of this corporation shall be 224 Palermo Avenue, Coral Gables, Florida 33134.

ARTICLE III

PURPOSE

The purpose of the Corporation, until such time as these Articles of Incorporation are amended pursuant to the provisions of the Florida General Corporations Act, shall be to engage in any activities and business permitted under the laws of the United States and the State of Florida.

This corporation existence shall be effective on the date of subscription of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of stock</u>
1,000	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

Patrick M. Catania
224 Palermo Avenue
Coral Gables, Florida 33134

ARTILCE VII

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until his successors are duly elected and qualified shall be:

Patrick Catania
224 Palermo Avenue
Coral Gables, Florida 33134

ARTICLE VIII

The name and address of the Incorporator is:

Patrick Catania
224 Palermo Avenue
Coral Gables, Florida 33134

ARTICLE IX

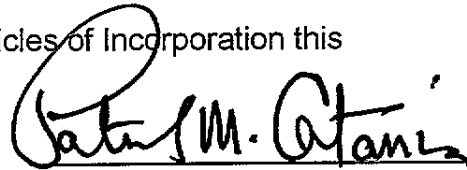
The private property of the shareholders shall not be subjected to the payment of the corporate debts to any extent whatever. The corporation shall have first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLES X

This corporation, by duly adopted action of the Board of Directors, may indemnify and issue its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above – named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the law of Florida, does make and file these Articles, hereby declaring and certifying that the facts

Herein stated are true, and executes the Articles of Incorporation this
____ day of _____ 1999.


Incorporator

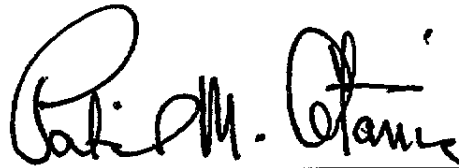
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, **Florida Statutes**, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating

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99 MAY 25 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The registered office / registered agent, in the State of Florida:

1. The name of the corporation is: BLACKSTAR REAL ESTATE, INC.
2. The name and address of the registered agent and office is: PATRICK CATANIA, 224 PALERMO AVENUE, CORAL GABLES, FL 33134



President

05/18/99

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 ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.
