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DONALD T. COHEN

36 SW 15th St., Suite #5, Dania Beach, FL 33004

July 8, 1999

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

FILED
99 JUL 12 AM 7:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: INCORPORATION OF DIVERSIFIED REALTY INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Diversified Realty, Inc., and our check made payable to the Secretary of State which includes the statutory filing fee. Your assistance in establishing this corporation is appreciated. Upon validation kindly mail the Articles to:

Donald T. Cohen
36 SW 15th St., Suite #5
Dania Beach, FL 33004

Kindly phone at 1-954/925-1000 and speak with Mr. Cohen if there is a question or problem.

Respectfully,


DONALD T. COHEN

JB
7-20-99
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**ARTICLES OF INCORPORATION
OF
DIVERSIFIED REALTY, INC.**

ARTICLE ONE

The name of the corporation is DIVERSIFIED REALTY, INC. The principal address of the corporation is: 36 SW 15th St., Suite #5, Dania Beach, FL 33004

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100 at \$1.00 par value.

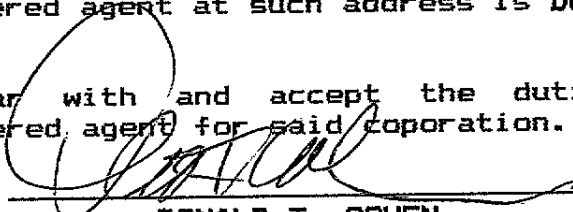
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 36 SW 15th St., Suite #5, Dania Beach, Florida 33004 and the name of its initial registered agent at such address is DONALD T. COHEN.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


DONALD T. COHEN

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ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAME	MAILING ADDRESS
FREDA LIVESAY	9827 NOB HILL CT., SUNRISE, FL 33351
DONALD T. COHEN	1201 S. OCEAN DR., #1210N HOLLYWOOD, FL 33019

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restrictions of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

NAME	MAILING ADDRESS
DONALD T. COHEN	1201 S. OCEAN DR., #1210N HOLLYWOOD, FL 33019

(signed)


Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.