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LAW OFFICES OF
KOPELMAN & BLANKMAN
A PROFESSIONAL ASSOCIATION

NATIONSBANK TOWER, SUITE 1611
ONE FINANCIAL PLAZA
FORT LAUDERDALE, FLORIDA 33394

LAWRENCE M. KOPELMAN
DOUGLAS A. BLANKMAN

FILED

99 OCT 13 PM 4:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(954)462-6855
FAX (954)462-6899

October 11, 1999

The Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-10/13/99--01021--015
*****78.75 *****78.75

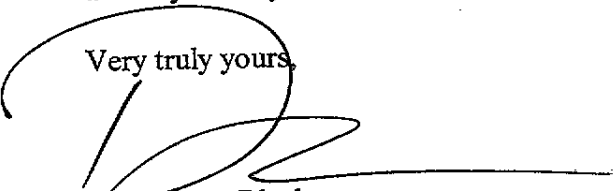
RE: Roma Real Estate Holdings, Inc.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of Roma Real Estate Holdings, Inc., together with a check in the amount of \$78.75 representing payment for filing same. Please file the original and return a certified copy of the articles to the undersigned at your earliest convenience.

Thank you for your anticipated courtesy and cooperation.

Very truly yours,


Douglas A. Blankman

DAB/cjl
Enclosure

D. BROWN OCT 18 1999

**ARTICLES OF INCORPORATION
OF
ROMA REAL ESTATE HOLDINGS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is ROMA REAL ESTATE HOLDINGS, INC.

The address of the principal office of this corporation shall be: 171 N.W. 16TH Avenue,
/33060
Pompano Beach, Florida, and the mailing address shall be the same.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III- 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 IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE V - ADDRESS

The street address of the initial registered office of the corporation is c/o Douglas A. Blankman, Esq., Kopelman & Blankman, P.A., NationsBank Building, Suite 1611, One Financial Plaza, Ft. Lauderdale, FL 33394, and the name and address of the initial registered agent of this

corporation is: Douglas A. Blankman, Esq., Kopelman & Blankman, P.A., NationsBank Building,
Suite 1611, One Financial Plaza, Ft. Lauderdale, Florida 33394.

ARTICLE VI - BOARD OF DIRECTORS

The name and address of the initial director of this corporation who shall hold office
for the first year of the corporation, or until his successor is elected or appointed is:

Lino P. Lepore
President, Secretary

14420 Sumter Manor
Davie, Florida 33325

Joseph Lepore
Vice President

101 E. McNab Road, #417
Pompano, Florida 33060

ARTICLE VII - INDEMNIFICATION

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

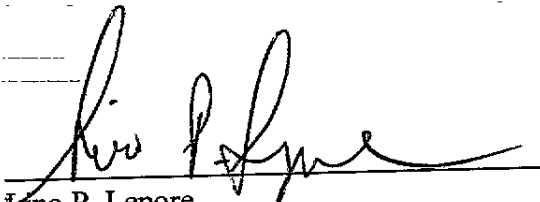
ARTICLE VIII - INCORPORATOR

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

Lino P. Lepore, 171 N.W. 16th Avenue, Pompano Beach, Florida. 33060.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of

October, 1999.


Lino P. Lepore

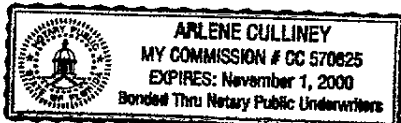
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared LINO P. LEPORE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 11th day of October, 1999.

My Commission Expires:




NOTARY PUBLIC

ACKNOWLEDGMENT AND APPOINTMENT BY REGISTERED AGENT

Having been named the Registered Agent for ROMA REAL ESTATE HOLDINGS, INC., at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Douglas A. Blankman, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA