

999000094315



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 433260 7147059

AUTHORIZATION :

Patricia Piguit

COST LIMIT : \$ 78.75

ORDER DATE : October 26, 1999

ORDER TIME : 9:44 AM

800003024998--3

ORDER NO. : 433260-005

CUSTOMER NO: 7147059

CUSTOMER: Dana Charles, Esq
DANA F. CHARLES, P.A.
DANA F. CHARLES, P.A.
Suite 5-a
22191 Powerline Road
Boca Raton, FL 33433

DOMESTIC FILING

NAME: INNOVATIVE INVESTORS, 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: Erika Carlson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 26 PM 2:50

FILED
99 OCT 26 PM 4:45
TALLAHASSEE
99102619

ARTICLES OF INCORPORATION

OF

Innovative Investors, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 26 PM 2:50

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Innovative Investors, Inc.

The principal place of business of this corporation shall be at: P.O. Box 40-2142, Miami Beach, Florida 33140-0142

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, including, but not limited to, the purchase and sale of real estate.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 22191 Powerline Road, Ste. 5-A, Boca Raton, FL 33433, and the name of the initial registered agent of the corporation

at that address is DANA F. CHARLES.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Florence A. Black, D, P, S, T,
P.O. Box 40-2142
Miami Beach, Florida 33140-0142

ARTICLE VII. INCORPORATOR

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

DANA F. CHARLES
22191 Powerline Road, Ste. 5-A, Boca Raton, FL 33433.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25 day of October, 1999.

By: _____

Dana F. Charles

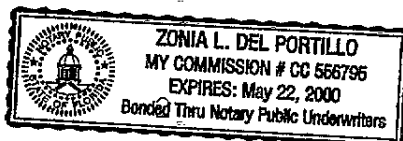
STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25th day of October, 1999.

Zonia L del Portillo
Notary Public, State of Florida at Large

My Commission Expires: _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 26 PM 2:50

CERTIFICATE DESIGNATING PLACE OF BUSINESS

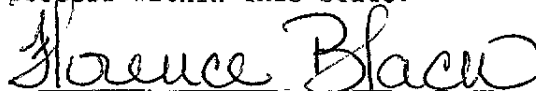
OR DOMICILE FOR THE SERVICE OF PROCESS

WITHIN THIS STATE, NAMING AGENT UPON WHOM

PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

Innovative Investors, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami Beach, County of Miami-Dade, State of Florida, has named DANA F. CHARLES, located at 22191 Powerline Road, Ste. 5-A, Boca Raton, FL 33433, as its agent to accept service of process within this State.



Officer

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



DANA F. CHARLES