



THE UNITED STATES
CORPORATION
COMPANY

P99000095675

ACCOUNT NO. : 072100000032

REFERENCE : 444660 85437A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 29, 1999

ORDER TIME : 1:29 PM

ORDER NO. : 444660-005

CUSTOMER NO: 85437A

CUSTOMER: Mark S. Weinberg, Esq
SMITH & SUPRASKI, P.A.
SMITH & SUPRASKI, P.A.
Second Floor
2450 N.e. Miami Gardens Drive
Miami, FL 33180

DOMESTIC FILING

NAME: DEVELOMAR OF FLORIDA, 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: _____

99 OCT 29 PM 4:26
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

10-29
WC

LAW OFFICES
SMITH & SUPRASKI
PROFESSIONAL ASSOCIATION
2450 N.E. MIAMI GARDENS DRIVE (186TH STREET)
SECOND FLOOR
NORTH MIAMI BEACH, FLORIDA 33180

JOSE SMITH
ATTORNEY AT LAW
LOUIS A. SUPRASKI
BOARD CERTIFIED
REAL ESTATE LAWYER

STEVEN H. ROTHSTEIN
ATTORNEY AT LAW
MARK S. WEINBERG
ATTORNEY AT LAW

TELEPHONE
(305) 792-0060
FAX
(305) 792-0061

October 28, 1999

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

RE: CAMINO NORTE INVESTORS, INC.
DEVELOMAR OF FLORIDA, INC.

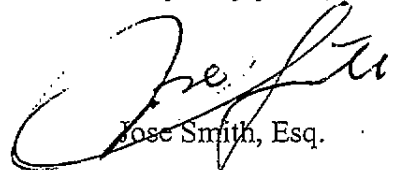
Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for **CAMINO NORTE INVESTORS, INC., and DEVELOMAR OF FLORIDA, INC.**, along with two checks in the amount of \$78.75, payable to Secretary of State for each corporation.

Please file the originals, certifying the copies and sending same back to this office.

Thank you in advance for your courtesy and cooperation in this matter.

Very truly yours,



Jose Smith, Esq.

JS/es
Enclosures

ARTICLES OF INCORPORATION
OF
DEVELOMAR OF FLORIDA, INC.

FILED
99 OCT 29 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation, under Florida Statutes 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation is: **DEVELOMAR OF FLORIDA, INC.** The principal place of business of this corporation shall be at 2450 N.E. Miami Gardens Drive, Second Floor, N. Miami Beach, FL 33180.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have at any one time is One Hundred (100) shares of common stock of Five (\$5.00) Dollars par value.

ARTICLE IV
CAPITALIZATION

The minimum amount of capital with which the corporation will commence is Five Hundred Dollars (\$500.00).

SMITH & SUPRASKI, P.A.

ARTICLE V
VOTING

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI
DIRECTORS

The number of directors of the corporation shall not be more than ten, as voted upon by the shareholders of the corporation.

The name and address of the members of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successor(s) are elected and have qualified, are:

NAME

ADDRESS

Jose Smith

2450 N.E. Miami Gardens Drive
Second Floor
N. Miami Beach, FL 33180

ARTICLE VII
DURATION

The corporation shall have a perpetual existence.

ARTICLE VIII
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 their successor(s) are elected or appointed are:

NAME

ADDRESS

Jose Smith
President/ Vice President
Secretary

2450 N.E. Miami Gardens Drive
Second Floor
N. Miami Beach, FL 33180

ARTICLE IX
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE X
TRANSFER OF SHARES

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting the remaining shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholder shall be entitled to a right of second refusal as to the first shareholder's exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

ARTICLE XI
INITIAL REGISTERED AGENT/OFFICE

The name and address of the initial registered agent of this corporation is Jose Smith, Esq., SMITH & SUPRASKI, P.A., 2450 N.E Miami Gardens Drive, Second Floor, North Miami Beach, Florida 33180

ARTICLE XII
INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation is:


<u>NAME</u>	<u>ADDRESS</u>
Jose Smith, Esq.	2450 N.E. Miami Gardens Drive Second Floor N. Miami Beach, Florida 33180


ARTICLE XIII
INDEMNIFICATION

The incorporator, along with the officers and directors of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty.

Expenses (including attorney's fees) incurred in defending any claim, action, suit or

ARTICLE XIV
EFFECTIVE DATE


JOSE SMITH, ESQ.

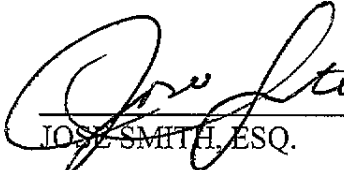

Notary Public, State of Florida
MARK WEINBERG
Print Name of Notary Public

OFFICIAL NOTARY SEAL
MARK WEINBERG
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC507971
MY COMM. EXP. NOV. 5, 1999

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM, PROCESS MAY BE SERVED**

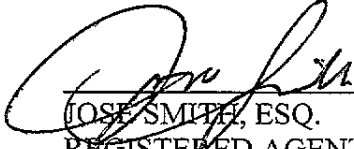
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT **DEVELOMAR OF FLORIDA, INC.**, DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS LOCATED AT 2450 N.E. MIAMI GARDENS DRIVE, SECOND FLOOR, N.
MIAMI BEACH, FLORIDA 33180, HEREBY NAMES JOSE SMITH, ESQ., SMITH &
SUPRASKI, P.A., 2450 N.E. MIAMI GARDENS DRIVE, SECOND FLOOR, NORTH MIAMI
BEACH, FLORIDA 33180, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA.


JOSE SMITH, ESQ.

FILED
95 OCT 29 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.


JOSE SMITH, ESQ.
REGISTERED AGENT
DATED: October 27, 1999.