

ARTICLES OF INCORPORATION

OF

GERALDINE APARTMENTS, INC.

ARTICLE I.

The name of this Corporation is:

EFFECTIVE DATE GERALDINE APARTMENTS, INC.
01-01-00

ARTICLE II.

This Corporation shall exist in perpetuity commencing on January 1, 2000.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

SECTION II.: VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI.

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 pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII.

The street address of the principal place of business of this Corporation is:

18557 S.W. 93 Place
Miami, FL 33157

and the name and address of the initial registered office and agent of this Corporation is:

MATTHEW R. LANKEN
18557 S.W. 93 Place
Miami, FL 33157

ARTICLE VIII.

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

DIRECTOR	MATTHEW R. LANKEN 18557 S.W. 93 Place Miami, FL 33157
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DIRECTOR	DEBORAH H. LANKEN 18557 S.W. 93 Place Miami, FL 33157
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ARTICLE IX.

The names and addresses of the initial officers of this corporation shall be as follows:

PRESIDENT/TREASURER	MATTHEW R. LANKEN 18557 S.W. 93 Place Miami, FL 33157
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VICE-PRESIDENT/SECRETARY	DEBORAH H. LANKEN 18557 S.W. 93 Place Miami, FL 33157
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ARTICLE X.

The name and address of the person signing these Articles of Incorporation is:

MATTHEW R. LANKEN
18557 S.W. 93 Place
Miami, FL 33157

ARTICLE XI.

AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

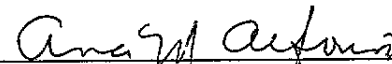
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of December, 1999.


MATTHEW R. LANKEN, Subscriber

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Matthew R. Lanken, who is personally known to me, and who being first duly sworn deposes and states on oath that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 10th day of December, 1999 in the County and State aforesaid.



ANA. M. ALFONSO
Printed Name ANA. M. ALFONSO
Notary Public, State of Florida at Large
Commission #: CC 846073
Expiration Date: 7/01/2003

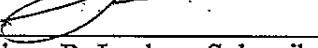


Ana M. Alfonso
Commission # CC 846073
Expires July 1, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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

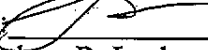
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that GERALDINE APARTMENTS, INC. desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 18557 S.W. 93 Place, Miami, FL 33157, has named MATTHEW R. LANKEN, whose address is 18557 S.W. 93 Place, Miami, FL 33157, as its agent to accept service of process within Florida.

BY: 
Matthew R. Lanken, Subscriber

DATED: December 17, 1999

Having been named to accept service of process for GERALDINE APARTMENTS, INC. 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.

BY: 
Matthew R. Lanken

DATED: December 17, 1999

99 DEC 20 AM 8:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA