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PLEASE REPLY TO ORLANDO OFFICE

ROBERT R. HENDRY
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LAW

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BOARD CERTIFIED IN REAL ESTATE

STEPHEN C. SAWICKI
CERTIFIED MEDIATOR

G. STEVEN BROWN
BOARD CERTIFIED IN TAXATION

FILED

2000 JAN -6 PM 4:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF COUNSEL
DEBORAH J. TOWNSEND
BOARD CERTIFIED IN IMMIGRATION

LAURA A. QUIGLEY
BOARD CERTIFIED IN TAXATION

CARL-CHRISTIAN THIER
ADMITTED IN NEW YORK & GERMANY
ONLY

MARCOS A. CIGAGNA
ADMITTED IN BRAZIL ONLY

JACQUELINE E. DANZER
ADMITTED IN VENEZUELA ONLY

December 3, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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RE: Alexandra & Gabriel, Inc.

Gentlemen/Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please have the original Articles filed on the same day you receive them.

Please forward the certified copy of the Articles to us by regular mail.

Please do not hesitate to contact me if you have any questions and thank you for your assistance in this regard.

Thank you for your attention to this matter.

Very truly yours,


G. Steven Brown

GSB/mes
Enclosures

mes\Longoria\filing.letter

A. Howell JAN 12 2000

ARTICLES OF INCORPORATION

FILED

OF

2000 JAN -6 PM 4: 01

Alexandra & Gabriel, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article 1. Name. The name of the Corporation is: Alexandra & Gabriel, Inc. The principal office of the Corporation is 1660 Palmer Avenue, Winter Park, Florida 32789. The mailing address of the Corporation is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares at a par value of One Cent (\$0.01) per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 200 East Robinson Street, Suite 500, Orlando, Florida 32801 and the name of the initial Registered Agent at that address is Florida Corporate Support, Inc.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Angeline Longoria

1660 Palmer Avenue, Winter Park, FL 32789

Article 7. Incorporators. The name and address of each Incorporator is as follows: G. Steven Brown, 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

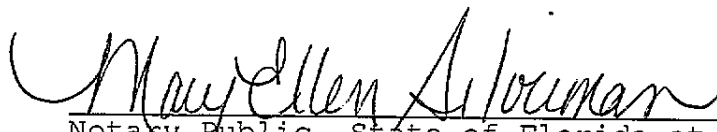
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 30th day of December, 1999.


G. Steven Brown

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared G. STEVEN BROWN, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of December, 1999.


Notary Public, State of Florida at Large
Mary Ellen Silverman
Typed Name of Notary Public
Commission No.:

MARY ELLEN SILVERMAN
Notary Public, State of Florida
My Comm. Expires Feb. 15, 2002
Comm. No. CC 716777

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(NOTARY SEAL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Alexandra & Gabriel, Inc. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 30 th day of December, 1999.

FLORIDA CORPORATE SUPPORT, INC.

By: G. Steven Brown
G. Steven Brown
As Its: Assistant Secretary