

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000025470

700003166627--7
-03/13/00--01035--016
*****78.75 *****78.75

1091- The Mile, Inc.

- Art of Inc. File Cert
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
00 MAR 13 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAR 13 AM 10:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH MAR 13 2000

Signature _____

Requested by: CD

3-13-00 11:00

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF**

1091 - THE MILE, INC.

ARTICLE I.

NAME

The name of the Corporation is: 1091 - THE MILE, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 1216 Mulberry Way,
Boca Raton, Florida 33486.

11111111
00 MAR 13 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 N. Federal Highway, Suite 410, Boca Raton, Florida, 33432, and the name of the initial registered agent of this Corporation at that address is David B. Dickenson.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial director is:

Peter Ince
1216 Mulberry Way
Boca Raton, FL 33486

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

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

David B. Dickenson
980 N. Federal Highway, Suite 410
Boca Raton, Florida 33432

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

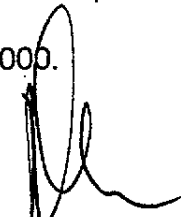
The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8 day of March, 2000.

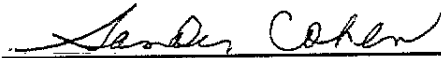


DAVID B. DICKENSON

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 8th day of March, 2000, by DAVID B. DICKENSON. He is personally known to me, or _____ produced _____ as identification.

OFFICIAL NOTARY SEAL
SANDY COHEN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC553446
MY COMMISSION EXP. MAY 19, 2000



NOTARY PUBLIC, State of Florida
[SEAL]
SANDY COHEN
Printed Name of Notary/Serial Number
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of 1091 - THE MILE, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: March 8, 2000



David B. Dickenson

FILED
00 MAR 13 AM 11: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA