

RICHARD H. HUNT & ASSOCIATES, P.A.
ATTORNEYS AT LAW

RICHARD H. HUNT

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SENIOR COUNSEL
GEORGE J. BAYA
(1900-1995)

ALSO ADMITTED IN THE
DISTRICT OF COLUMBIA

P00000058215

June 8, 2000

VIA FEDEX #8198 0564 8601

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Awashinred, Inc.

Dear Sir or Madam:

Please find enclosed one original and one photocopy of the Articles of Incorporation for the above-referenced corporation, and our check #15107 in the amount of \$87.50, representing the following:

Incorporation fee	\$ 70.00
Certificate of Status	8.75
Certified copy	<u>8.75</u>
Total	\$ 87.50

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*****87.50 *****87.50

Please file the original and return one certified copy of the Articles of Incorporation, along with the charter and a certificate of status, to the undersigned in the enclosed stamped and self-addressed envelope.

Very truly yours,

RICHARD H. HUNT & ASSOCIATES, P.A.

Richard H. Hunt
Richard H. Hunt, Esq.

FILED
00 JUN -9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosures

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**ARTICLES OF INCORPORATION
OF
AWASHINRED, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be AWASHINRED, INC.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The street and mailing address of the initial principle place of business of this corporation shall be:

2801 Ponce de Leon Boulevard
Ninth Floor
Coral Gables, Florida 33134

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation, and the name of the registered agent at that office, are as follows:

Richard H. Hunt, Esq.
2801 Ponce de Leon Boulevard
Ninth Floor
Coral Gables, Florida 33134

ARTICLE VI - INCORPORATOR

The name and street address of the sole incorporator of this corporation is:

Richard H. Hunt, Esq.
2801 Ponce de Leon Boulevard
Ninth Floor
Coral Gables, Florida 33134

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
Richard H. Hunt	2801 Ponce de Leon Blvd., 9 th Flr. Coral Gables, Florida 33134
Marcia Hunt	2801 Ponce de Leon Blvd., 9 th Flr. Coral Gables, Florida 33134

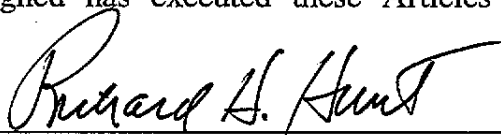
ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of the corporation.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the stockholders or at any special meeting of the stockholders called for that expressed purpose.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ___ day of June, 2000.



RICHARD H. HUNT, ESQ.
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

1. The name of the corporation is AWASHINRED, INC.
2. The name and address of the registered agent and office is:

Richard H. Hunt, Esq.
2801 Ponce de Leon Boulevard
Ninth Floor
Coral Gables, Florida 33134


FILED
00 JUN -9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



RICHARD H. HUNT, ESQ.
Incorporator of AWASHINRED, INC.

Date: June 7, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



RICHARD H. HUNT, ESQ.
Registered Agent for
AWASHINRED, INC.

Date: June 7, 2000