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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 200795 4311473

AUTHORIZATION :

*Patricia Pujate*

COST LIMIT : \$ 122.50

ORDER DATE : December 24, 1996

ORDER TIME : 10:42 AM

ORDER NO. : 200795-005

CUSTOMER NO: 4311473

800002037648--1

CUSTOMER: Marcia Cox, Legal Assistant  
STEARNS WEAVER MILLER WEISSLER  
ALHADEFF & SITTERSON, P.A.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, FL 33130

DOMESTIC FILING

NAME: 161 CORP.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED  
96 DEC 24 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pmc  
12-26-96*

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
161 CORP.

FILED  
96 DEC 24 PM 12:20  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is 161 CORP. (the "Corporation").

ARTICLE II - ADDRESS

The mailing address and principal place of business of the Corporation is 161 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

<u>Name</u>	<u>Address</u>
Stuart D. Ames	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VII - INCORPORATOR


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

<u>Name</u>	<u>Address</u>
Stuart D. Ames	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 23rd day of December, 1996.


  
\_\_\_\_\_  
Stuart D. Ames,  
Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent  
contained in the foregoing Articles of Incorporation and state that  
I am familiar with and accept the obligations of Section 607.0501  
of the Florida Business Corporation Act.

  
\_\_\_\_\_  
Stuart D. Ames,  
Registered Agent

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