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FREEDMAN & VEREBAY, P.A.

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Bruce H. Freedman
Board Certified-Civil Trial

Layne Verebay
Attorney At Law

Arthur Drotzer, Of Counsel

Susan W. Freedman, R.N.
Paralegal

August 14, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900002270059--6
-08/18/97--01122--009
*****70.00 *****70.00

Re: Twin Phins, Inc.

Dear Sir:

Enclosed please find the articles of incorporation for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I do not want a certified copy.

Very truly yours,

Layne Verebay

LV/jc
Enclosure

FILED
97 AUG 18 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

YLL 8/19/97

ARTICLES OF INCORPORATION

OF

TWIN PHINS, INC.

FILED

97 AUG 18 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is:
TWIN PHINS, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida. The principal place of business is

904 S.E. 14th Street
Ft. Lauderdale, FL 33316

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock of one class only with a par value of one dollar (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money or property, labor or service.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V - RESIDENT AGENT AND INITIAL RESIDENT OFFICE

The Resident Agent and the street address of the initial Resident Office of this corporation in the State of Florida shall be:

HELAYNE FURMAN WILLS
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

The Officers of this corporation may from time to time move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BOARD OF DIRECTORS

The number of members of the initial Board of Directors shall be one. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the shareholders but shall never be less than one. The name and address of initial Director is:

Helayne Furman Wills
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of this corporation are:

President:

Helayne Furman Wills
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

Treasurer:

Helayne Furman Wills
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

Secretary:

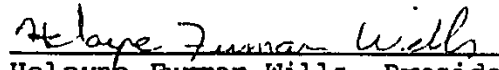
Helayne Furman Wills
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

Helayne Furman Wills
904 S.E. 14th Street
Ft. Lauderdale, FL 33316

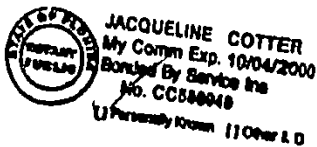
IN WITNESS WHEREOF, I have hereunto set my hand and seal this
14th day of August, 1997.



Helayne Furman Wills, President,
Treasurer, Secretary, and
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that before me, the undersigned authority,
personally appeared Helayne Furman Wills to me known to be the
person described in and who executed the foregoing articles of
incorporation, and acknowledges before me that said person
subscribed to those articles of incorporation for the uses and
purposes therein expressed.

WITNESS my hand and official seal in the county and state last
aforesaid this 14th day of August, 1997.




NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

MY COMMISSION EXPIRES:

ACCEPTANCE OF APPOINTMENT AND
AGREEMENT TO ACT AS RESIDENT AGENT FOR
TWIN PEAKS, INC.

I, HELAYNE FURMAN WILLS, have been nominated to act in the capacity of RESIDENT AGENT, to the above named Florida Corporation, and to accept service of process and other legal process on behalf of the said corporation, and do agree to serve in that capacity until further notice is served upon the Secretary of State.

My address for which service can be effected is:

904 S.E. 14th Street
Ft. Lauderdale, FL 33316

ACCEPTED this 14th day of August, 1997.

Helayne Furman Wills
HELAYNE FURMAN WILLS

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TALLAHASSEE, FLORIDA