



THE UNITED STATES CORPORATION COMPANY

P99000099/4

99 NOV 15 PM 11:53

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 481253 7135588

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 78.75

ORDER DATE : November 15, 1999

ORDER TIME : 10:37 AM

ORDER NO. : 481253-005

CUSTOMER NO: 7135588

EFFECTIVE DATE

11-12-99

CUSTOMER: Marisol Rodriguez, Legal Asst
THERREL BAISDEN, P.A.
THERREL BAISDEN, P.A.
Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

400003043924--0

DOMESTIC FILING

NAME: ALB-VIN, INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

PH 11/15/99

DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

99 NOV 15 AM 11:30

RECEIVED

ARTICLES OF INCORPORATION
OF
ALB-VIN, INC.

FILED
99 NOV 15 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is ALB-VIN, INC.

EFFECTIVE DATE

11-12-99

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 12th day of November, 1999.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office of this corporation is: 10435 S.W. 133 Court, Miami, Florida 33186, and the name and street address of the initial registered agent of this corporation is: Jonathan Feuerman, Esq., c/o Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

THERREL BAISDEN, P.A.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Vincenza Chiocca, 10435 S.W. 133 Court, Miami, Florida 33186 and G. Jerry Chiocca, 10435 S.W. 133 Court, Miami, Florida 33186.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: G. Jerry Chiocca, 10435 S.W. 133 Court, Miami, Florida 33186.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 12th day of November, 1999.

G. Jerry Chiocca
G. JERRY CHIOCCA, Incorporator

STATE OF FLORIDA:

SS:

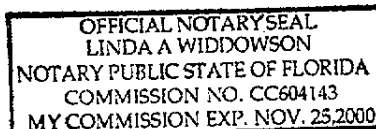
COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 12th day of NOVEMBER, 1999, by G. JERRY CHIOCCA, who is personally known to me or who has produced _____ as identification.

Linda A Widdowson
Notary Public, State of Florida
at Large

LINDA A WIDDOWSON
Type/Print/or Stamp Name of Notary

My Commission Expires:



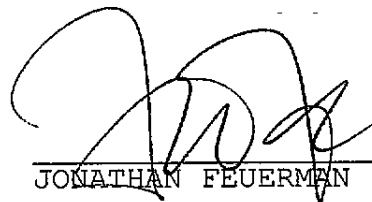
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

ALB-VIN, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **ALB-VIN, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 10435 S.W. 133 Court, Miami, Florida 33186, has named Jonathan Feuerman, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



JONATHAN FEUERMAN

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99 NOV 15 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA