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TO: DIVISION OF CORPORATIONS   FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY   ACCT#: 072450003255
      CONTACT: RAY   STORMONT
      PHONE: (305)541-3694   FAX #: (305)541-3770

NAME: J.O.F.A. OF MIAMI, INC.
      AUDIT NUMBER......H97000002175
      DOC TYPE.........FLORIDA PROFIT CORPORATION OR P.A.
      CERT. OF STATUS..0   PAGES....... 5
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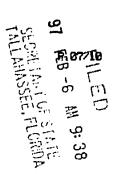
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ARTICLES OF INCORPORATION

OF

J.O.F.A. OF MIAMI, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is: J.O.F.A. OF MIAMI, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of

the corporation shall be:

> 3665 N.E. 167th Street, Apt. 508
> North Miami Beach, Florida 33160

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of trans-

acting any and all lawful business for which corporations may be

incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of one

class of common stock having a par value of $1.00 per share.

MICHAEL J. SNYDER, P.A.
20803 Biscayne Boulevard
Suite 200
North Miami Beach, Florida 33162
Tel.: (305)937-4445
FLA. BAR NO.: 255998

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MICHAEL J. SNYDER, P. A., 20803 BISCAYNE BOULEVARD, SUITE 200, AVENTURA, FL 33180 · TEL. (305) 937-4445 · FAX (305) 937-0101

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ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is:

3665 N.E. 167th Street, Apt. 508
North Miami Beach, Florida 33160

and the name of the initial registered agent of this corporation is:

CLAUDIA AMADOR

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased or deceased from time to time as provided for by the By-Laws, but shall never be less than one (1).

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

CLAUDIA AMADOR

ARTICLE VIII - INCORPORATORS

The name(s) and address(es) of the person(s) signing the Articles of this corporation is (are):

CLAUDIA AMADOR

ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

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ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment 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 5 day of February, 1997.

_____
CLAUDIA AMADOR, Incorporator

STATE OF FLORIDA)
                 ):SS.
COUNTY OF DADE   )

BEFORE ME, personally appeared CLAUDIA AMADOR, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed.

CLAUDIA AMADOR is personally known to me or has produced Fla. D.L. as identification.

WITNESS my hand and official seal this 5th day of February, 1997.

_____
NOTARY PUBLIC, State of Florida
Type/Print Name:_____
Commission No.:
My Commission Expires:

TERESA HALL
My Commission CC427227
Expires Dec. 19, 1998
Bonded by HAI
800-422-1555

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ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

****

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

Claudia Amador

CLAUDIA AMADOR, Registered Agent

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MICHAEL J. SNYDER, P. A., 20803 BISCAYNE BOULEVARD, SUITE 200, AVENTURA, FL 33180 · TEL. (305) 937-4445 · FAX (305) 937-011
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