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Leonard & Morrison

10th Floor

4875 NORTH FEDERAL HIGHWAY

Fort Lauderdale Florida 33308

WILLIAM F. LEONARD
RICHARD W. MORRISON
C. GLENN LEONARD
MICHAEL P. HAMAWAY

TELEPHONE (954) 776-3600
FAX (954) 776-3609

PLEASE REPLY TO:

POST OFFICE BOX 11025
FORT LAUDERDALE, FLORIDA 33339

OF COUNSEL:
WILLIAM ROBERT LEONARD

September 2, 1999

Division of Corporations
Secretary of State
P. O. Box 6327
409 E. Gaines Street
Tallahassee, Florida 32301

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****122.50 *****78.75

Re: 3 NINER ZERO, INC.

Gentlemen:

I enclose herewith the original and one copy of the Articles of Incorporation of 3 NINER ZERO, INC., as well as a check in the amount of \$122.50, as and for the filing fee for said Articles and Registered Agent Designation.

Please return the certified copy of Articles of Incorporation to us as soon as is possible. Your quick service is greatly appreciated.

Sincerely,



C. GLENN LEONARD
CGL/cb
Enclosures/Articles/check

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

3 NINER ZERO, INC.

ARTICLE I - NAME

The name of this corporation shall be 3 NINER ZERO, INC.

Article II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including specifically that permitted by Chapter 607, Florida Statutes.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares of common stock having a nominal or par value of One Dollar and No/100 (\$1.00) per share.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial Registered Agent is:

Robert V. Roberts
3201 North Federal Highway, Suite 200
Fort Lauderdale, Florida 33306

ARTICLE V - DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1). The name and address of the person serving on the initial Board of Directors is as follows:

Robert V. Roberts P. O. Box 8908
Ft. Lauderdale, Florida 33310-8908

ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:

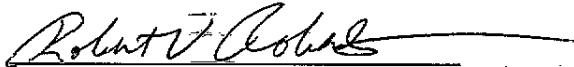
Robert V. Roberts P. O. Box 8908
Ft. Lauderdale, Florida 33310-8908

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is
3201 North Federal Highway, Suite 200, Fort Lauderdale, Florida
33306

The undersigned Incorporator has executed these Articles of
Incorporation this 2 day of September 1999.


Robert V. Roberts

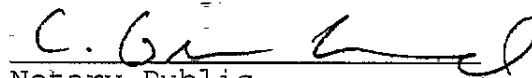
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that this day in the next above named State
and County, before me, an officer duly authorized and acting,
personally appeared, ROBERT V. ROBERTS who presented
as identification and who executed the foregoing
instrument, and acknowledged then and there before me that he
executed said instrument for the purposes and reasons set out
therein.

WITNESS my hand and official seal this 2nd day of
September 1999



C. Glenn Leonard
MY COMMISSION # CC726422 EXPIRES
May 9, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public
My Commission expires:

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida
Statutes, the undersigned corporation, organized under the laws of
the State of Florida, submits the following statement in
designating the registered office/registered agent, in the State of
Florida.

1. The name of the corporation is : 3 NINER ZERO, INC., 3201 North
Federal Highway, Suite 200, Fort Lauderdale, Florida 33306.
2. The name and address of the registered agent is:

Robert V. Roberts
3201 North Federal Highway, Suite 200
Fort Lauderdale, Florida 33306

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.

Robert V. Roberts
Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA