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ACCOUNT NO. : 072100000032

REFERENCE : 561849 80393A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 78.75

ORDER DATE : January 24, 2000

ORDER TIME : 3:06 PM

ORDER NO. : 561849-005

CUSTOMER NO: 80393A

CUSTOMER: David Berger, Esq
BERNSTEIN & BERGER
BERNSTEIN & BERGER
Suite 2608
100 North Biscayne Boulevard
Miami, FL 33132

400000311009

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 25 PM 3:20

DOMESTIC FILING

NAME: AR HOLDINGS, INC.

EFFECTIVE DATE:

January 24, 2000

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: Erika Carlson

EXAMINER'S INITIALS:

RECEIVED
00 JAN 25 PM 12:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01/24/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 25 PM 3:20

ARTICLES OF INCORPORATION

OF

ARL HOLDINGS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ARL HOLDINGS, INC.

The address of the principal office of this corporation shall be 100 North Biscayne Boulevard, Suite 2608, Miami, Florida 33132, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The corporation shall have an effective date of January 24, 2000.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mutumwa Mawere Dir.	100 North Biscayne Boulevard, Suite 2608 Miami, Florida 33132
Collin Mtangi Dir.	100 North Biscayne Boulevard, Suite 2608 Miami, Florida 33132
Chris N. Kwangwari Dir.	100 North Biscayne Boulevard, Suite 2608 Miami, Florida 33132

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mutumwa Mawere 100 North Biscayne Boulevard, Suite 2608
Pres./Treas. Miami, Florida 33132

Collin Mtangi 100 North Biscayne Boulevard, Suite 2608
Vice Pres./Sec. Miami, Florida 33132

Chris N. Kwangwari 100 North Biscayne Boulevard, Suite 2608
Vice Pres. Miami, Florida 33132

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hayß Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 24, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 25 PM 3:20

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

CHS/ebc