

LAW OFFICES
GERALD SILVERMAN
CITY NATIONAL BANK BUILDING
SUITE 900
25 WEST FLAGLER STREET
MIAMI, FLORIDA 33130
POST OFFICE BOX 01-9610
MIAMI, FLORIDA 33101-9610

TELEPHONE: (305) 358-5690

FACSIMILE: (305) 358-1126

P00000057641

June 5, 2000

EFFECTIVE DATE
6-5-00

FILED
00 JUN -7 PM 3:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

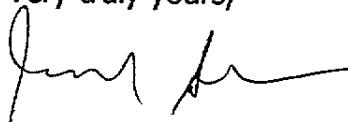
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122.50 **78.75

Re: A.F.R. Investment Corp.

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation for the above corporation.
Enclosed also is our check in the amount of \$122.50.

Very truly yours,



GERALD SILVERMAN

GS:lag

Enc.

ARTICLES OF INCORPORATION
OF
A.F.R. INVESTMENT CORP.

EFFECTIVE DATE
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is:

A.F.R. INVESTMENT CORP.

ARTICLE TWO

The mailing address of the corporation shall be 3058 S. W. 20th Street, Miami,
FL 33145.

ARTICLE THREE

The corporation may engage in any activity or transact any business
permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The corporation is authorized to issue and have outstanding at any one time
100 shares of one class of common stock of Ten (\$10.00) Dollar par value per share. The
consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE FIVE

This corporation is to have perpetual existence commencing on the date of
execution and acknowledgement of these articles.

ARTICLE SIX

The street address of the initial registered office of this corporation is 3058 S. W. 20th Street, Miami, FL 33145 and the name of the initial registered agent of this corporation at that address is ALEXANDER F. ROQUE.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the corporation is one.

ALEXANDER F. ROQUE
3058 S. W. 20th Street
Miami, FL 33145

ARTICLE EIGHT

The names and addresses of the incorporators executing these Articles of Incorporation is:

ALEXANDER F. ROQUE
3058 S. W. 20th Street
Miami, FL 33145

ARTICLE NINE

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 5th day of June, 2000.

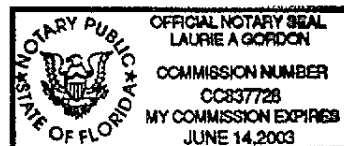


ALEXANDER F. ROQUE

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 5th day of June, 2000, by
ALEXANDER F. ROQUE.


Laurie A. Gordon
NOTARY PUBLIC, STATE OF FLORIDA



PERSONALLY KNOWN _____ OR PRODUCED IDENTIFICATION ✓
TYPE OF IDENTIFICATION PRODUCED: FLA. DRIVER'S LICENSE

RESIDENT AGENT ACCEPTANCE

I HEREBY am familiar with and accept the duties and responsibilities as
registered agent for said Corporation.


ALEXANDER F. ROQUE

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