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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 771015 7214595

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 25 AM 9:51

ORDER DATE : July 20, 2000

ORDER TIME : 4:0 PM

ORDER NO. : 771015-005

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CUSTOMER NO: 7214595

CUSTOMER: Ms. Rosemary Mazzulo
Ms. Rosemary Mazzulo

Suite 450
1401 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: MEYMAZ, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

MEYMAZ, 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:

MEYMAZ, INC.

The address of the principal office of this corporation shall be 1401 Brickell Avenue, Suite: 450, Miami, Florida 33131, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1401 Brickell Avenue, Suite: 450, Miami, Florida 33131, and the name of the initial registered agent of the corporation at that address is Rosemary Mazzulo.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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:

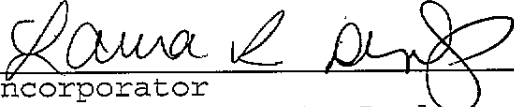
Rosemary Mazzulo Dir.	1401 Brickell Avenue, Suite: 450 Miami, Florida 33131
Jodi Meyer Dir.	1401 Brickell Avenue, Suite: 450 Miami, Florida 33131
Daniel G. Dolan Dir.	1401 Brickell Avenue, Suite: 450 Miami, Florida 33131

ARTICLE VII. INCORPORATOR

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

The Copmany Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on July 24, 2000.



Incorporator
Its Agent, Laura R. Dunlap

njh

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Rosemary Mazzulo, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MEYMAZ, INC.

Rosemary Mazzulo is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

Rosemary Mazzulo

Typed Name: Rosemary Mazzulo

jkg