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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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00 JUL 28 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

SERENADE ENSEMBLE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

H00000039841**ARTICLES OF INCORPORATION****OF****SERENADE ENSEMBLE, INC.**

The undersigned incorporators of these Articles of Incorporation, natural persons, competent to contract, hereby associate themselves with the provisions of this document to form a corporation, under the laws of the State of Florida.

ARTICLE I

The name of the corporation is SERENADE ENSEMBLE, INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five Hundred (500) shares of common stock of par value of One Dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars.

ARTICLE V

This corporation is to exist perpetually.

This instrument was prepared by:

J.R. Callahan, Esquire
249 Westward Drive
Miami Springs, FL 33166
Florida Bar No: 178220
(305) 887-7899

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ARTICLE VI

The initial address of the registered office of this corporation in the State of Florida is: 249 Westward Drive, Miami Springs, FL 33166.

ARTICLE VII

The corporation shall have one director, initially. The number of directors may increase or diminish from time to time, through by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

The address of the corporation's principal office is:

5195 SW 64 Ave.
Miami, Florida 33155

and the mailing address of the corporation's principal office is:

5195 SW 64 Ave.
Miami, Florida 33155

ARTICLE IX

The name and post office addresses of the members of the First Board of

Directors are:

<u>Name</u>	<u>Address</u>
Miriam Stern	5195 SW 64 Ave. Miami, FL 33155
Stacey Berkley	8200 SW 91 Ave. Miami, FL 33156

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ARTICLE X

The name and address of the incorporators to these Articles of
Incorporation are:

<u>Name</u>	<u>Address</u>
Miriam Stern	5195 SW 64 Ave. Miami, FL 33155
Stacey Berkley	8200 SW 9 Ave. Miami, FL 33156

ARTICLE XI

As the agent of this corporation to accept service of process within the
state, the following person at the address indicated is hereby designated:

<u>Name</u>	<u>Address</u>
J.R. Callahan	249 Westward Drive Miami Springs, FL 33166

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided
by law. Every amendment shall be approved by the Board of Directors,
proposed by them to the stockholders, and approved at a stockholder's meeting
by a majority of the stock entitled to vote thereon, unless all of the directors and
all of the stockholders sign a written statement manifesting their intention that a
certain amendment to these Articles of Incorporation be made.

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WITNESS our hands and seals this 18 of July
2000.

M. Stern (SEAL)
Miriam Stern

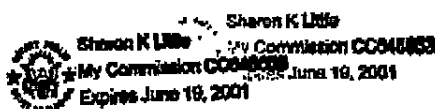
Stacey Berkley (SEAL)
Stacey Berkley

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared, Miriam Stern and Stacey Berkley, who are personally known to me and are the persons described as the incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 18 day of July, 2000.



Sharon Little
Notary Public State of Florida

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of F.S. 48.091 relative to keeping open said office.

J.R. Callahan
J.R. Callahan

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