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ACCOUNT NO. : 072100000032

REFERENCE : 786321 4306972

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : August 3, 2000

ORDER TIME : 11:17 AM

ORDER NO. : 786321-005

600003345456--6

CUSTOMER NO: 4306972

CUSTOMER: Ms. Lenny Capestany
Gelb & Spatz

3400 S.w. 3rd Avenue

Miami, FL 33145

DOMESTIC FILING

NAME: MCBEAN ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

J 8/3/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -3 PM 2:56

ALABAMA DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG -3 PM 12:57

RECEIVED

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG -3 PM 2:56

ARTICLES OF INCORPORATION
OF
MCBEAN ENTERPRISES, 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:

MCBEAN ENTERPRISES, INC.

The address of the principal office of this corporation shall be 20001 East Oakmont Drive, Miami, Florida 33015, 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 100 shares of common stock having \$10.00 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.

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 one Director, initially. The name and address of the initial member of the Board of Directors is:

Sadie McBean
Dir.

20001 East Oakmont Drive
Miami, Florida 33015

ARTICLE VII. OFFICERS

The names 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:

Sadie McBean	20001 East Oakmont Drive
Sec./Treas.	Miami, Florida 33015

Gavin D. McBean	20001 East Oakmont Drive
Pres.	Miami, Florida 33015

ARTICLE VIII. INCORPORATOR

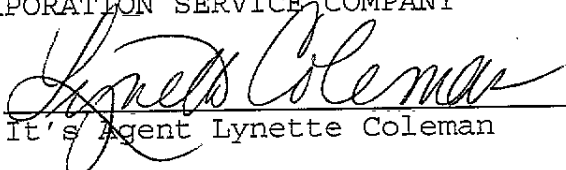
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays 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 August 3, 2000.

CORPORATION SERVICE COMPANY

By:


It's Agent Lynette Coleman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

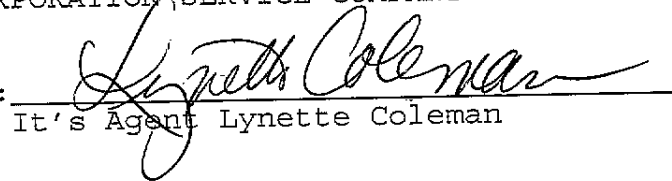
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

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:


It's Agent Lynette Coleman

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