



THE UNITED STATES
CORPORATION
COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 889419 7135588

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 78.75

ORDER DATE : November 7, 2000

ORDER TIME : 10:18 AM

ORDER NO. : 889419-005

CUSTOMER NO: 7135588

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CUSTOMER: Ellen Rose, Esq
Therrel Baisden, P.a.

Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: OKEECHOBEE EQUITIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

PH 11/7/00

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
OKEECHOBEE EQUITIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the corporation is OKEECHOBEE EQUITIES, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 7 day of November, 2000.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: ELLEN ROSE, Esq.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have one (1) director(s).

The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director(s) of this corporation Haim Wiener, 407 Lincoln Road, Suite 9L, Miami Beach, Florida 33139.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: ELLEN ROSE, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 .

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 6 day of November, 2000.

Ellen Rose

ELLEN ROSE, Incorporator

STATE OF FLORIDA:

SS:

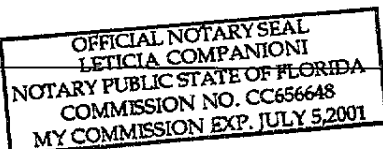
COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 6 day of November, 2000, by ELLEN ROSE, ESQ., who is personally known to me ~~or who has produced~~ as identification.

[Signature]
Notary Public, State of Florida
at Large

Leticia Companioni
Type/Print/or Stamp Name of Notary

My Commission Expires: --



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

OKEECHOBEE EQUITIES, INC.

In pursuance of the Florida Statutes, the following is
submitted, in compliance with said Act:

First--that OKEECHOBEE EQUITIES, INC., desiring to organize
under the laws of the State of Florida with its principal office
at: c/o Therrel Baisden, P.A., SunTrust International Center, One
S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, has named ELLEN
ROSE, Esq., located at SunTrust International Center, One S.E. 3rd
Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept
service of process within this state.

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



ELLEN ROSE

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CLERK OF STATE
TALLAHASSEE, FLORIDA