

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO 1000012011

Old San Juan Square, Inc.

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-02/01/01--01048--005
*****78.75 *****78.75

EFFECTIVE DATE

✓ Art of Inc. File 02/05/01

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

✓ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

Signature _____

Requested by: WC

Name _____

Date 2/1

Time 11:00

Walk-In _____

Will Pick Up _____

T. SMITH FEB 01 2001

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

OLD SAN JUAN SQUARE, INC.

02/05/01

***The undersigned incorporator to these Articles of Incorporation,
all of whom are duly licensed and competent to contract for all lawful
business hereby forms a corporation for profit pursuant to the provisions of
the Florida Business Corporation Act and other laws of the State of Florida.***

ARTICLE I

Name

The name of this corporation is: OLD SAN JUAN SQUARE, INC.

ARTICLE II

Existence

The corporation's existence shall commence on February 5, 2001.

FILED
01 FEB -1 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III

Authorized Capital

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is five thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued

shall be fully paid and non-assessable.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

HOLLY COHEN
1380 Miami Gardens Drive
North Miami Beach, Florida 33179

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) director(s) initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

1380 Miami Gardens Drive Suite 255
North Miami Beach, Florida 33179

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Holly Cohen
1380 Miami Gardens Drive
North Miami Beach, Florida 33179

ARTICLE IX

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

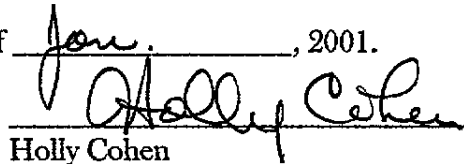
ARTICLE X

AMENDMENT

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 stockholders' meeting by at least 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 of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 31 day of Jan., 2001.


Holly Cohen

01 FEB - 1 PM 12:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That Old San Juan Square, Inc. is desiring to organize under the laws of the State of Florida, with its registered office at: 1380 Miami Gardens Drive, North Miami Beach, FL, and has named HOLLY COHEN, at 1380 Miami Gardens Drive, North Miami Beach, FL, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


HOLLY COHEN