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LAW OFFICES
WEINER, CUMMINGS & VITTORIA
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

4TH FLOOR
1428 BRICKELL AVENUE
MIAMI, FLORIDA 33131

WEINER & CUMMINGS, P.A.

PAUL M. CUMMINGS**
LAWRENCE WEINER*
BETH M. MOSKOWITZ*****

JANE M. WEINER** OF COUNSEL

THEODORE J. VITTORIA, JR., P.C.

THEODORE J. VITTORIA, JR.***

JAMES A. PURDY****

- * ADMITTED IN FL AND PA ONLY
- ** ADMITTED IN FL ONLY
- *** ADMITTED IN NY ONLY
- **** ADMITTED IN NY AND TN ONLY
- ***** ADMITTED IN FL, IL AND KY ONLY

February 1, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

FILED
01 FEB -5 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(904) 371-7800
FACSIMILE
(904) 371-3226
NEW YORK OFFICE:
ROCKEFELLER CENTER
630 FIFTH AVENUE
NEW YORK, NY 10111
(212) 489-8104

800003633428--4
-02/03/01--01109--008
*****78.75 *****78.75

Re: Articles of Incorporation - JFJ STAR, INC.

Dear Sir/Madam:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above Florida corporation, together with an executed Designation of Registered Agent Form. Upon filing, please forward to us a certified copy of the Articles of Incorporation together with the Certificate of Incorporation.

Also enclosed is a check in the amount of \$78.75 for payment of the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Resident Agent Designation Form	<u>35.00</u>
Total:	\$78.75

If for any reason the above Articles may not be filed as submitted, please contact the undersigned.

Very truly yours,

Beth Moskowitz
BETH M. MOSKOWITZ

BMM/vg
Enclosures
fuentes

02-07-01

JFJ STAR, INC.
ARTICLES OF INCORPORATION

FILED
01 FEB -5 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to incorporate a corporation under the provisions of the Florida Business Corporation Act, does hereby certify:

1. The name of the Corporation is:

JFJ STAR, INC.

2. The principal mailing address of the Corporation is 100 Lincoln Road, # 822A, Miami Beach, FL 33139.

3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) each.

4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.

5. The initial registered office of the Corporation shall be located at 1428 Brickell Avenue, Miami, Florida 33131, and the initial Registered Agent shall be Beth M. Moskowitz.

6. The name and address of the sole incorporator hereof is:

Name

Address

Jairo Fuentes

**100 Lincoln Road, #822A
Miami Beach, FL 33139**

7. The initial Board of Directors shall be comprised of One (1) member. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Directors are:

Name

Address

Jairo Fuentes

**100 Lincoln Road, #822A
Miami Beach, FL 33139**

8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida.

9. The term for which the Corporation is to exist is perpetual.

10. The formation of the Corporation shall be effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 1 day of February, 2001.



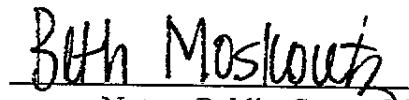
JAIRO FUENTES, Incorporator

STATE OF FLORIDA)


)
) : SS
)

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 1 day of February, 2001, by **JAIRO FUENTES**, who is personally known to me, or has produced (type of I.d.) as identification.



(SEAL)
Notary Public, State of Florida

 Beth Moskowitz
My Commission CC798642
Expires December 21 2002

FILED
01 FEB -5 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

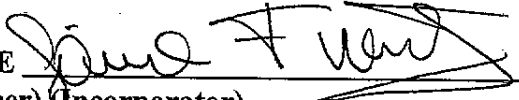
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JFJ STAR, INC.
2. The name and address of the registered agent and office is:

BETH M. MOSKOWITZ
P.O. BOX NOT ACCEPTABLE

1428 Brickell Avenue, Suite 400, Miami, FL 33131
(CITY/STATE/ZIP)

SIGNATURE 
(corporate officer) (Incorporator)

TITLE Incorporator

DATE 2/1/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 2/1/01

REGISTERED AGENT FILING FEE: \$35.00

FILED
01 FEB -5 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA