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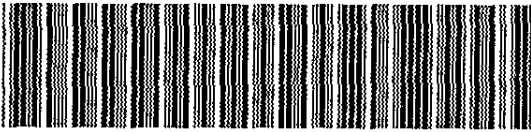
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September 16, 2003

Ms. Beth Register
Florida Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Zenaida Investment, Inc.
Our File No. 19909.1

Dear Ms. Register:

Please file the enclosed Articles of Incorporation for the above corporation as soon as possible. We have provided a return trip federal express envelope for your convenience in returning the date stamped copy to us.

I have enclosed a check in the amount of \$26.25 for the filing fee. Per our conversation, please credit our overpayment of \$43.75 for the filing of Churchill Partners, Inc. (FO2000033804) towards the remainder of this filing fee.

Please give me a call if you have any questions.

Sincerely,


Amanda Sherry
Legal Assistant

Enclosure

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

03 SEP 17 PM 1:18

ZENAIDA INVESTMENT, INC.

The undersigned, acting as incorporator of Zenaída Investment, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is: Zenaída Investment, Inc. ("Corporation").

ARTICLE II - COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence at such time as these Articles of Incorporation are accepted by the Florida Secretary of State.

ARTICLE III - DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV - PRINCIPLE OFFICE

The street address of the initial principle office of the Corporation is 311 53rd Street, West Palm Beach, Florida 33407.

ARTICLE V - PURPOSE

The general purpose or purposes for which the Corporation is organized are to transact any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE VI - AUTHORIZED SHARES

The maximum number of shares of that the Corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share will be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 311 53rd Street, West Palm Beach, Florida 33407, and the name of the Corporation's initial registered agent at that address is Kim O'Dea Navish.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation will have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The initial director of the Corporation will be Kim Odea Navish, who resides at 311 53rd Street, West Palm Beach, Florida 33407, who will serve in such capacity until the first annual meeting of the stockholder, or until her successor is duly elected and qualified.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator are:

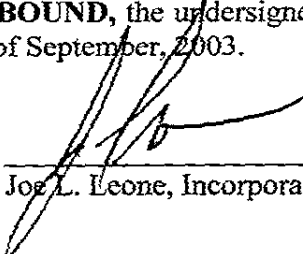
<u>Name</u>	<u>Address</u>
Joe L. Leone, Esq.	West & Feinberg, P.C. 4550 Montgomery Avenue Suite 775N Bethesda, Maryland 20814

ARTICLE X - INDEMNIFICATION

To the extent permitted by law, the Corporation will indemnify and hold harmless each person serving as Officers or Directors of the Corporation, and each person who serves at the request of the Corporation as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person will become subject by reason of his being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The Corporation will reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it will be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions will not exclude any other right to which he may be lawfully entitled, nor will anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

INTENDING TO BE LEGALLY BOUND, the undersigned incorporator has executed these Articles of Incorporation this 16th day of September, 2003.



Joe L. Leone, Incorporator

CONSENT OF REGISTERED AGENT

Having been named as the registered agent to accept service of process for Zenaida Investment, Inc., I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Date:

9/16/03

Kim O'Dea Navish
Kim O'Dea Navish

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