

LAW OFFICES

TAYLOR, BRION, BUKER & GREENE
ESTABLISHED 1906

H. H. TAYLOR (1882-1981)

GEORGE F. ALLEN
LEILA D. ANDERSON
JOHN S. ANDREWS, P.A.
PETER C. DIANCHI, JR.
KENNETH M. BLOOM
DAVID S. BOWMAN, P.A.
WILBUR E. BREWTON, P.A.
MURRAY H. DUBBIN
HAROLD L. GREENE
MICHAEL E. HILL
JOEL L. MINSKER, P.A.
WILLIAM L. MOODY, JR.
RALPH W. MOORE, P.A.
AMEY W. MOORE, P.A.
JOHN J. PALMIERI
EDWARD J. LEON
ROBERT J. LUTERNO
NEIL R. TOLSON
GUY L. RYAN
ANTHONY E. SCHERER
ALAN J. SCHERER
ROBERT S. SCHERER
THOMAS J. SCHERER
HELEN T. LORR
ARNOLD VELEZ
H. BRUCE WALLACE

OF COUNSEL
P. TRISMAN BOHR DIGHE
FRANK J. HAY
BURTON HARRISON
A. STEPHEN KOTLER
ROBERT A. SPOTTSWOOD, P.A.

January 10, 1995

PLEASE REPLY TO

Miami

FOURTEENTH FLOOR
801 BRICKELL AVENUE
MIAMI, FLORIDA 33131-2900
TELEPHONE (305) 377-6700
TELECOPIER (305) 371-4578

POST OFFICE BOX 1189
225 SOUTH ADAMS STREET, SUITE 250
TALLAHASSEE, FLORIDA 32302-3189
TELEPHONE (904) 222-7717
TELECOPIER (904) 222-3494

BARNETT BANK PLAZA, 12TH FLOOR
ONE EAST BROWARD BOULEVARD
FT. LAUDERDALE, FLORIDA 33301-1808
TELEPHONE (305) 522-6700
TELECOPIER (305) 522-6711

500 FLEMING STREET
KEY WEST, FLORIDA 33040-1900
TELEPHONE (305) 292-1776
TELECOPIER (305) 292-1982

2801 PONCE DE LEON
SUITE 707
CORAL GABLES, FLORIDA 33134-6994
TELEPHONE (305) 445-7577
TELECOPIER (305) 446-9944

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Monkey Enterprises, Inc.
Our File No. 17873-1

000001382315
-01/13/95-01004-010
***122.50 ***122.50

Gentlemen:

JAN 19 1995 BSB

Enclosed for filing are Articles of Incorporation of Monkey Enterprises, Inc. together with our client's check in the amount of \$122.50 in payment of the filing fees, registered agent designation and certified copy. Please return the certified copy of the Articles of Incorporation to the undersigned.

Should you require anything further in connection with the filing of the enclosed Articles of Incorporation, please advise.

Very truly yours,

KENNETH M. BLOOM

KMB/do
Enclosures
cc: Dr. Steve Kurtz
Dr. Rick Levenson
C:\DOCS\LEVENSON\SECYSTAT

FILED
JAN 19 1995
FBI - MIAMI

ARTICLES OF INCORPORATION

FILED

95 JAN 17 AM 9:16

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: The name of this corporation is:

MONKEY ENTERPRISES, INC.

ARTICLE II: The principal office and mailing address of the corporation shall be: Fourteenth Floor, 801 Brickell Avenue, Miami, Florida 33131.

ARTICLE III: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: The corporation is authorized to issue 7500 shares of common stock, par value \$1.00 per share.

ARTICLE V: The name of the initial registered agent, and the street address of the initial registered office, of the corporation are: Kenneth M. Bloom, 801 Brickell Avenue, Fourteenth Floor, Miami, Florida 33131.

ARTICLE VI: The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial directors of the corporation are:

STEVE KURTZ
9312 N.W. 10th Street
Plantation, FL 33322

RICK LEVENSON
17645 S.W. 86th Avenue
Miami, FL 33157

ARTICLE VII: The name and address of the Incorporator of the corporation is: Kenneth M. Bloom, 801 Brickell Avenue, Fourteenth Floor, Miami, Florida 33131.

ARTICLE VIII: The corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10th day of January, 1995.

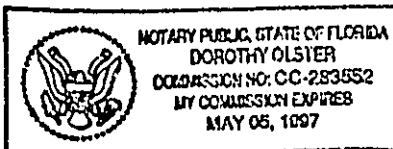

Kenneth M. Bloom, Incorporator

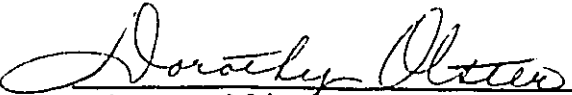
STATE OF FLORIDA)
 :
COUNTY OF DADE)

Before me, notary public authorized to take acknowledgements in the State and County seat above, personally appeared Kenneth M. Bloom, personally known to me or who produced _____ N/A _____ as identification and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10th day of January, 1995.

My commission expires:



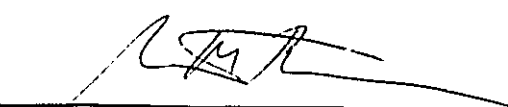


Notary Public
State of Florida

Printed Name: DOROTHY OLSTER

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



Kenneth M. Bloom