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ALAN J. MARCUS  
Attorney at Law  
Aventura Corporate Center  
20803 Biscayne Boulevard, Suite 301  
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Telephone (305) 937-1800  
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January 19, 1995

VIA EXPRESS MAIL

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

80000013818  
01/20/95 - 01093 - 018  
\*\*\*122.50 \*\*\*122.50

RE: ANGEL FACE, INC.

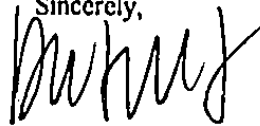
Dear Sir or Madam:

Enclosed please find an original and copy of Articles of Incorporation for the above referenced corporation. I have also enclosed a check, in the amount of \$122.50 representing the filing fee for the corporation and the amount to obtain a certified copy of the articles.

I have also enclosed a return Federal Express Airbill in order that the certified copy may be returned to the undersigned as soon as possible.

If you have any questions or comments please do not hesitate to contact me.

Sincerely,



ALAN J. MARCUS

DB/24/95

AJM:ap  
encl.

EFFECTIVE DATE

1-19-95

FILED  
1995 JUN 20 PM 12:30  
SECRET  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ANGEL FACE, INC.

FILED  
1995 JAN 20 PM 12  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be ANGEL FACE, INC.

ARTICLE II - CORPORATE ADDRESS

The principal office of the corporation and mailing address is 4800 NW 128th St. Rd, N.  
Miami, FL 33054.

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the 19th day of January, 1995; provided that if such day be authorized under law, then on the earliest day allowable pursuant to Florida law for commencement of corporate existence.

The existence of this corporation shall be perpetual.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

EFFECTIVE DATE  
1-19-95

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
1,000	\$1.00	Common

#### ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for each cash or any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation and the name of the initial registered agent of this Corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED AGENT</u>
ALAN J. MARCUS, ESQ.	20803 Biscayne Blvd, Suite 301 N. Miami Beach, FL 33180

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one. The initial director of this Corporation shall be the incorporator named below.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

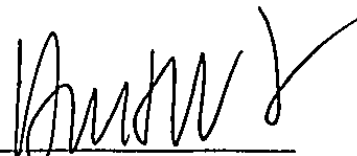
ALAN J. MARCUS, ESQ.

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Suite 301  
N. Miami Beach, FL 33180

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of January, 1995.


  
\_\_\_\_\_  
ALAN J. MARCUS  
Incorporator

STATE OF FLORIDA     )  
                                  )SS.  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, this day, personally appeared ALAN J. MARCUS to me  personally known, or ( ) who presented as I.D.: \_\_\_\_\_ who did take an oath, and known to me to be the same person described in and who executed the foregoing Articles of Incorporation, and he acknowledged the foregoing to be his act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year above written.

SEAL:

  
\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA  
Ana J. Perozo  
Printed Name of Notary



ANA J. PEROZO  
COMMISSION # CC 342905  
EXPIRE: JAN 19, 1998  
Atlantic Bonding Co., Inc.  
800-732-2245

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

ANGEL FACE, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in submitted,  
in compliance with said Act:

First - that ANGEL FACE, INC.

desiring to organize under the law of the State of Florida, with its principal office as indicated in the  
Articles of Incorporation at 4800 NW 128th St. Rd, N. Miami, FL 33054. appoints the undersigned  
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 am hereby familiar with and accept the duties and responsibilities as  
Registered Agent for said corporation an to act in this capacity and agree to comply with the  
provision of said Act relative to keeping open said office.



ALAN J. MARCUS, ESQ.

FILED  
1995 JAN 20 PM 12:30  
TALLAHASSEE, FLORIDA