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Reply to: Boca Raton

February 13, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Antonia II, Inc.

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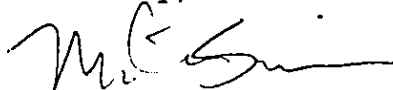
Dear Sir/Madam:

Enclosed are the following documents in connection with the formation of the above-referenced profit corporation pursuant to Chapter 607 of the Florida Statutes:

- (a) An original and one (1) copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent/Office; and
- (b) A check in the amount of \$78.75 representing the filing fees for the Articles of Incorporation, Certificate of Designation of Registered Agent/Office and the Certificate of Status.

Please return the Certificate of Status and a filed copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed, stamped envelope.

Sincerely,



Michael W. Simon

MWS/pdd
Enclosures

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ARTICLES OF INCORPORATION

FOR

ANTONIA II, INC.

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

ANTONIA II, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

100 Shares Of Common Stock.

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

Caliope Koffinas
6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

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ARTICLE VII. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Caliope Koffinas
6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

ARTICLE VIII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have one (1) director, initially. The name and address of the initial member of the Board of Directors is:

Caliope Koffinas
6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

ARTICLE IX. OFFICERS

This corporation shall have one (1) officer, initially. The name, address and position of the initial officers is:

Caliope Koffinas President
6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

ARTICLE VI. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned has executed these Articles of Incorporation this 10 day of February, 1995

Caliope Koffinas
Caliope Koffinas

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation, **ANTONIA II, INC.**, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Caliope Koffinas
6666 N. Ocean Boulevard
Ocean Ridge, Florida 33435

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.

Dated: February 10, 1995.

Caliope Koffinas
Caliope Koffinas

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