CORPORATION INFORMATI SERVICES, INC. 1201 HAYS STREET TALLAHASSEE, FL 32301 904-222-9171 904-222-0393 FAX

95000013904

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MAIL TO: P.O. BOX 5828 TALLAHASSEE, FL 32314

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REFERENCE : 545176 9216A

AUTHORIZATION: Taticia Parit

COST LIMIT : 9 70.00

ORDER DATE: February 17, 1995

ORDER TIME : 1:19 PM

ORDER NO. : 545176

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CUSTOMER NO:

9216A

CUSTOMER: Joseph B. Ryan, 111, Esq

THERREL BAISDEN & MEYER WEISS

Suite 500

1111 Lincoln Road Miami Beach, FL 33139

DOMESTIC FILING

95000013904 NAME: DIROMA, INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

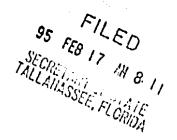
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF DIROMA, INC.



ARTICLE I

The name of the corporation is DIROMA, INC.

ARTICLE II Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date these articles of incorporation are filed with the Secretary of State.

ARTICLE III Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE: IV Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 7300 N. Oakmont Drive Miami, Florida 33015, and the name of the initial registered agent of this corporation at that address is: Chuck Leibnitzer.

ARTICLE VI Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are:

Mary Ellen Castoro Diane Castoro

ARTICLE VII Incorporator

The name and address of the person signing these Articles is: Joseph B. Ryan III, Esq., 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 7th day of February, 1995.

JOSEPH B. RYAN INT, Subscriber

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 7th day of February, 1995, by JOSEPH B. RYAN III, ESQ., who is personally known to me.

Notary Public, State of Florida

at Large

Type/Print/or Stamp Name of Notary

My Commission Expires:

OFFICIAL NOTARY SEAL
DEBORAH E LISTON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC397721
MY COMMISSION EXP. OCT. 7,1998

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

DIROMA, INC.

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

First--that DIROMA, INC. desiring to organize under the laws of the State of Florida with its principal office at: 7300 N. Oakmont Drive Miami, Florida 33015, has named Chuck Leibnitzer, located at 7300 N. Oakmont Drive Miami, Florida 33015, 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 hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

CHUCK LEIBNITZER