

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATION
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000003470)))
NAME: E.K.C. CORPORATION, INC.
FAX AUDIT NUMBER: H95000003470
DATE REQUESTED: 03/27/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
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FILED
95 MAR 27 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 MAR 27 PM 1:05

ARTICLES OF INCORPORATION
OF

E.X.C. CORPORATION, INC.

ARTICLE I - NAME

The name of this Corporation is E.X.C. CORPORATION, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Raul R. Delgado de Armas, Esquire, and the street address of the initial registered office of this Corporation is 2100 Ponce de Leon Boulevard, Suite 1100, Coral Gables, Florida 33134.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. 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(s) and address(es) of the initial Directors are:

NAMES:

ADDRESSES:

Edgar Kohn

11910 S.W. 77th Terrace
Miami, Florida 33183

Ety Kohn

11910 S.W. 77th Terrace
Miami, Florida 33183

ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the stockholder(s) or Director(s).

These Articles were prepared by:

Raul R. Delgado de Armas, Esquire
Florida Bar No. 0721322
RAUL R. DELGADO DE ARMAS &
ASSOCIATES, P.A.
Gables Corporate Plaza, Suite 1100
2100 Ponce de Leon Boulevard
Coral Gables, FL 33134
(305) 446-0076

P.17 DIV CORP ELT FI TO

MAR-27-1995 12:25 FROM EMPIRE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

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

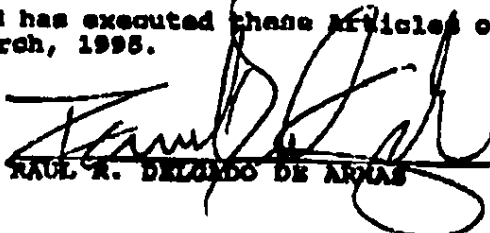
ARTICLE X - INCORPORATOR

The person signing these articles is RAUL R. DELGADO DE ARMAS, ESQUIRE.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24th day of March, 1995.


RAUL R. DELGADO DE ARMAS

STATE OF FLORIDA)
COUNTY OF DADE) ss.

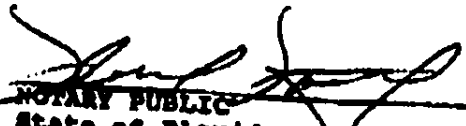
Before me, a Notary Public authorized in the State and County set forth above, personally appeared (name of Incorporator), known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of E.K.C. CORPORATION and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of

W9500000 3470

March, 1995.

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NOTARY PUBLIC
State of Florida at Large.
Print Name: RAUL R. DELGADO DE ARMAS

My commission expires on:

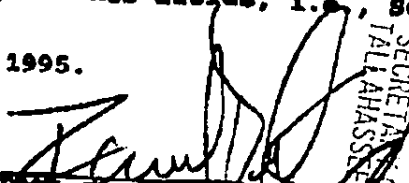
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED - ACCEPTANCE BY REGISTERED AGENT**

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

First, that E.K.C. CORPORATION, a Corporation, desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at the City
of Miami, County of Dade, State of Florida, has named RAUL R.
DELGADO DE ARMAS, ESQUIRE, located at 2100 Ponce de Leon Boulevard,
Suite 1100, Coral Gables, Florida 33134, as its agent to accept
service of process within this State.

Second, having been named to accept service of process for the
above stated Corporation, at the place designated in this
Certificate, the undersigned hereby agrees to act in this capacity,
and further agrees to comply with the provisions of said Act
relative to keeping open said office and of all statutes relative
to the proper and complete discharge of his duties, i.e., Section
607.325 F.S.

Dated this 24th day of March, 1995.


RAUL R. DELGADO DE ARMAS.
95 MAR 27 PM 3:05
FILED
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

These Articles were prepared by:

Raul R. Delgado de Armas, Esquire
Florida Bar No. 0793322
RAUL R. DELGADO DE ARMAS &
ASSOCIATES, P.A.
Gables Corporate Plaza, Suite 1100
2100 Ponce de Leon Boulevard
Coral Gables, FL 33134
(305) 446-0076

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