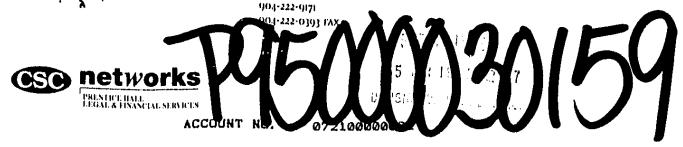
1201 HAYS STREET TALLAHASSLE, FL 32301

800-342-8086



REFERENCE: 581187

2564A

AUTHORIZATION :

Patricio Prait

COST LIMIT : \$ 122.50

ORDER DATE: April 18, 1995

ORDER TIME : 11:25 AM

ORDER NO. : 581187

CUSTOMER NO: 2564A

200001459052

CUSTOMER: Bonnie Callahan, Legal Asst

STUART ROSENTHAL, ESQUIRE

Suite 303

800 E. Cypress Creek Road Fort Lauderdale, FL 33334

DOMESTIC FILING

NAME:

OCCHIUZZO & OCCHIUZZO ENTERPRISES, INC.

XX 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: Sebrena Randolph

olph EXAMINER'S INITIALS:

T. BROWN APR 1 8 1995

ARTICLES OF INCORPORATION

95 APR 18 PM 1:55 SECRETARY OF STATE OF TĂLLĂĬĬÁŠŠĖĘ, FLORIDA OCCHIUZZO & OCCHIUZZO ENTERPRISES, INC.

ARTICLE I - NAME

The name of this corporation is OCCHIUZZO & OCCHIUZZO ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation has perpetual existence unless otherwise specified in the Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL OFFICE ADDRESS OF CORPORATION

The street address of this corporation is 800 East Cypress Creek Road, Suite 303, Fort Lauderdale, Florida 33334.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 800 East Cypress Creek Road, Suite 303, Fort Lauderdale, Florida 33334 and the name of the initial Registered Agent of this corporation at that address is STUART S. ROSENTHAL, ESQUIRE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

NAME

ADDRESS

DENNIS P. OCCHIUZZO

800 East Cypress Creek Road Suite 303 Fort Lauderdale, Florida 33334

ARTICLE VIII - INCORPORATOR

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

NAME

ADDRESS

DENNIS P. OCCHIUZZO

800 East Cypress Creek Road Suite 303 Fort Lauderdala, Florida 33334

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

NAME

NUMBER OF SHARES

DENNIS P. OCCHIUZZO

500

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a written agreement among all of the shareholders of this corporation.

ARTICLE XI - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at each election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII - CALLING FOR SPECIAL MEETINGS

Special meetings of shareholders may be called by not less than one-tenth (1/10) of the shares entitled to vote.

ARTICLE XIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Art, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XV - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meatings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each Director.

ARTICLE XVI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

DENNIE P OCCUPING

STATE OF FLORIDA)	, i			
STATE OF FLORIDA COUNTY OF BROWARD) §)				
The foregoing day of April personally known to m	ng inst	rument was 1995 by	s acknow DENNIS	vledged bo P. OCCHI	efore me this UZZO, who is
		BONILL	L ON	in Cal	lahan

BONNIE ANN CALLAHAN
MY COMMISSION # CC 222782
EXPIRES: September 8, 1998
Doubted Thru Notary Public Underwriters

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

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

First - - That OCCHIUZZO & OCCHIUZZO ENTERPRISES, INC. 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 Fort Lauderdale, County of Broward, and State of Florida, has named STUART S. ROSENTHAL, ESQUIRE, located at 800 East Cypress Creek Road, Suite 303, Fort Lauderdale, Florida, 33334, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.

STUART S. ROSENTHAL

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