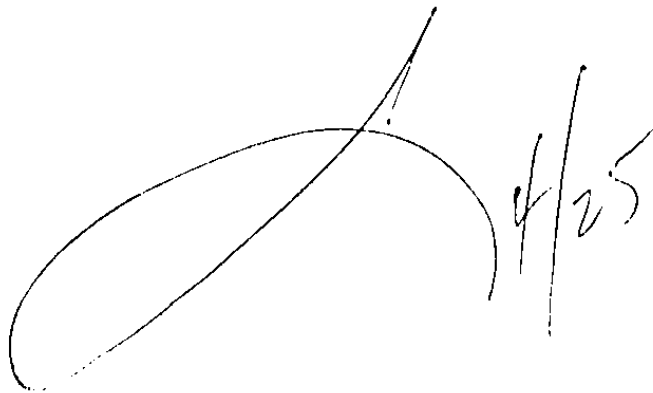


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4/19/95 FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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NAME: MIRAGE INDUSTRIES II INC.
FAX AUDIT NUMBER: H95000004428 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/19/1995 TIME REQUESTED: 17:30:51
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TALLAHASSEE, FLORIDA

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TALLAHASSEE

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**Articles of Incorporation
of
Mirage Industries II Inc.**

EFFECTIVE DATE

Article I. Name

4-20-95

The name of this Florida corporation is Mirage Industries II Inc.

Article II. Address

The mailing address of the Corporation is:

Mirage Industries II Inc.
120 San Souci Drive
Coral Gables, FL 33133

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Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

J. Frost Walker, III
Law Office of J. Frost Walker, III
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the

Jose A. Rodriguez, Bar Member 989444
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134
305-447-4676 • Fax 305-461-9881

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Stephen J. Knepler

Article VI. Incorporator

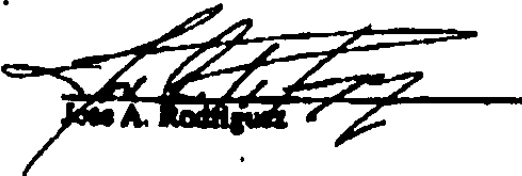
The name and address of the incorporator is:

Jose A. Rodriguez
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 20, 1995.

The undersigned incorporator executed these Articles of Incorporation on the date first set forth below.


Jose A. Rodriguez

Date: 04-20 1995

Jose A. Rodriguez, Bar Member 888444
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134
305-447-4578 • Fax 305-451-9861

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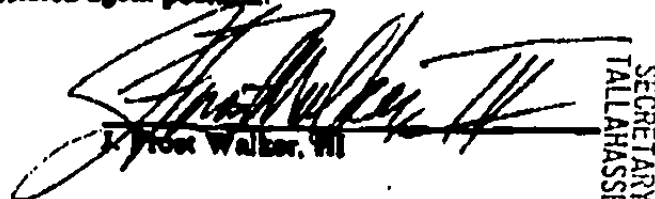
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Mirage Industries II Inc.

REGISTERED AGENT:
J. Frost Walker, III
Law Office of J. Frost Walker, III
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


J. Frost Walker, III

Date: 04-20 1997

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Jose A. Rodriguez, Bar Member 988444
3211 Ponce De Leon Blvd., Suite 202
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