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ACCOUNT NO. : 072100000032
REFERENCE : 599956 83763A
AUTHORIZATION :
COST LIMIT : 0

ORDER DATE : May 16, 1995
ORDER TIME : 1:32 PM
ORDER NO. : 599956
CUSTOMER NO: 83763A

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-05/16/95--111106--0005
****122.50 ****122.50

CUSTOMER: John T. Prah, Esq
CARLOS & ABBOTT, PA

Suite 1150
999 Ponce De Leon Boulevard
Coral Gables, FL 33134

RECEIVED
95 MAY 16 PM 2:07
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: COLIBRI INVESTMENTS OF MIAMI, INC.

- X ARTICLES OF INCORPORATION
- _____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- X CERTIFIED COPY
- _____ PLAIN STAMPED COPY
- _____ CERTIFICATE OF GOOD STANDING

FILED
95 MAY 16 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: _____

T. BROWN MAY 16 1995

ARTICLES OF INCORPORATION

FILED
95 MAY 16 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is:

COLIBRI INVESTMENT OF MIAMI, INC.

2. The mailing address for the corporation shall be P.O. Box 145280, Coral Gables Florida 33114-5280.

3. The period of its duration is perpetual.

4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.

5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.

6. The address of it's initial registered office is 999 Ponce de Leon Blvd. Suite 1150, Coral Gables, Florida 33134, and the name of its initial registered agent at said address is John T. Prah.

7. The number of directors constituting its initial board of directors is One (1) whose names and addresses are:

NAME

ADDRESS

Hugo Martinez

P.O. Box 144522
Coral Gables
Florida 33114-4522

Oswaldo Martinez

P.O. Box 144522
Coral Gables,
Florida 33114-4522

8. The name and address of the Incorporator is:

NAME

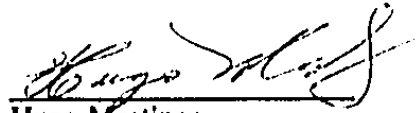
ADDRESS

Hugo Martinez

P.O. Box 144522
Coral Gables
Florida 33114-4522

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 15 day of May, 1995.


Hugo Martinez,

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged by me this 15 day of May, 1995, by Hugo Martinez, who is personally known to me, or who produced D.W. Lee as identification and who did take an oath.


NOTARY PUBLIC
BARBARA SEAMAN

My Commission Expires:



**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:

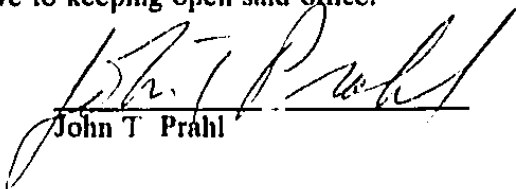
First--that Colibri Investment of Miami, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Coral Gables, County of Dade, State of Florida, has named John T. Prahl, Esq., 999 Ponce de Leon Blvd. Suite 1150, Coral Gables, FL. 33134

(Street address and number of building, post office box address not acceptable)

City of Coral Gables County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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.


John T Prahl

FILED
05 MAY 16 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA