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RECORDED
95 JUN -6 PM 2:16
JUN -6 PM 1:22
DIVISION OF CORPORATE SERVICES

ACCOUNT NO. : 072100000032
REFERENCE : 610813 82150A
AUTHORIZATION : *Patricia R. [Signature]*
COST LIMIT : \$ 122.50

ORDER DATE : June 6, 1995

ORDER TIME : 1:15 PM

ORDER NO. : 610813

CUSTOMER NO: 82150A

CUSTOMER: Mr. Jose Mojica
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: GOLDEN MARK FLORIDA CORP.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

NANCY HENDRICKS JUN - 7 1995

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
GOLDEN MARK FLORIDA CORP.

FILED
60 JUL 10 1995
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DALLAS, TEXAS

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information.

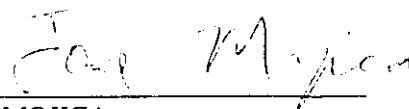
1. The name of the corporation is **GOLDEN MARK FLORIDA CORP.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 4434 OLD WINTER GARDEN ROAD, ORLANDO, FL 32811 and the name of its initial registered agent at such address is XL CORPORATE SERVICES, INC..
6. The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows:

ROBERT GOLDEN, 91 CEDAR AVENUE, HEWLETT BAY PARK, N.Y. 11557

7. The name and address of the sole incorporator is: **JOSE MOJICA, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 06/02/95



JOSE MOJICA
Sole Incorporator

ACCEPTANCE OF APPOINTMENT

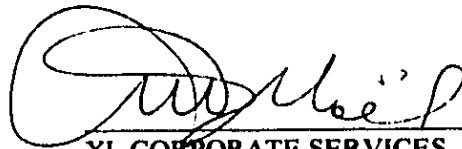
AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of GOLDEN MARK FLORIDA CORP., the within named corporation.

Dated:

6/2/95



XL CORPORATE SERVICES, INC.

MARK MOEL

ASST. SECY.

6/2/95
6:11 PM
JUL 1 1995
FBI - MIAMI