

HARRIS, BARRETT, MANN & DEW

TAMPA, FLORIDA 33607-1026

Tampa Office

August 11, 1995

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
Domestic Filing Section
409 E. Gaines Street
Tallahassee, Florida 32399

RE: MANOLO LAND DEVELOPMENT, INC

Gentlemen

Enclosed are the original and one copy of the Articles of Incorporation of MANOLO LAND DEVELOPMENT, INC., together with a check in the amount of \$122.50 to cover the following costs for this corporation

<u>Item</u>	<u>Amount</u>
Filing Fees	\$35.00
Certificate of Registered Agent	35.00
Certified Copy of Charter	52.50
Total	\$122.50

Upon acceptance of the charters and the filing thereof by your office, please provide me with certified copies of same.

Sincerely,

HARRIS, BARRETT, MANN & DEW

Frank J. Greco, Esquire

FJG/dfi
Enclosures

1954

ARTICLE I

The name of this corporation is **MANOLO LAND DEVELOPMENT, INC.**

PURPOSE

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100,000 shares of common stock of 1.00 Dollar per share par value.

ARTICLE IV

DURATION

This corporation is to exist perpetually, and its existence is to commence on the date of execution of these Articles of Incorporation.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 4401 W. Kennody Boulevard, #200, Tampa, Hillsborough County, Florida 33607.

The name and street address of the initial registered agent of the corporation in the State of Florida is: Manuel Junco, located at 4401 W. Kennedy Blvd, Suite 200, Tampa, FL 33609. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. This corporation shall have three (3) directors, as follows:

<u>NAME</u>	<u>ADDRESS</u>
Eli Blumenfeld	3435 Bayshore Blvd., #1701 Tampa, FL 33629
Jim Saladino	4810 N. Gomez Avenue Tampa, FL 33614
Frank Cisneros	5041 Cypress Street, #100 Tampa, FL 33609

ARTICLE VII
INCORPORATORS

The name and address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Eli Blumenfeld	3435 Bayshore Blvd., #1701 Tampa, FL 33629

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE IX
BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X
AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: Eli Blumenfeld

Dated this 8/1 day of August, 1995.

X [Signature]
Eli Blumenfeld

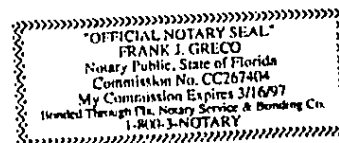
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 8/1 day of August, 1995, by Eli Blumenfeld, who is personally known to me or who has produced N/A as identification, and who did take an oath.

[Signature]
Printed Name:
Notary Public
My Commission Expires:
Serial Number:

F:\DONNA\GRECO\MANOLOVOI

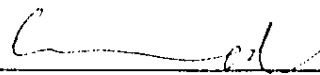


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

95 AUG 16 PM 3:25
CLERK OF COURT
HILLSBOROUGH COUNTY
FLORIDA

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

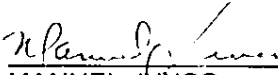
First -- That MANOLO LAND DEVELOPMENT, INC., desiring to organize under the laws
of the State of Florida with its principal place of business in Hillsborough County, Florida, has
named MANUEL JUNCO, located at 4401 West Kennedy Boulevard, Suite 200, Tampa, Florida
33609, as its agent to accept service of process within this state.



ELI BLUMENFELD

ACKNOWLEDGMENT

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.



MANUEL JUNCO
Registered Agent