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THOMSON MURARO RAZOOK & HART, P.A.

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24/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: THOMSON MURARO RAZOOK & HART, P.A.
ONE SE THIRD AVE
1700 AMERIFIRST BLDG
MIAMI FL 33131- 0-5295
CONTACT: ANA COZ
PHONE: (305) 350-7242
FAX: (305) 374-1005

((H95000009405))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CARDINAL MANAGEMENT, INC.
FAX AUDIT NUMBER: H95000009405 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/24/1995 TIME REQUESTED: 15:47:20
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARDINAL MANAGEMENT, INC.

ARTICLE I - NAME

The name of this Corporation is Cardinal Management, Inc.

ARTICLE II - ADDRESS

The initial street address of the principal office and the mailing address of the Corporation shall be 1700 Sun Bank International Center, One Southeast Third Avenue, Miami, Florida 33131.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share.

Jeffrey Watkin
Florida Bar No. 292400
Thomson Muraro Razook & Hart, P.A.
1700 Sun Bank International Center
One Southeast Third Avenue
Miami, Florida 33131
(305) 350-7200

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ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of the Corporation shall be 1700 Sun Bank International Center, One Southeast Third Avenue, Miami, Florida 33131 and the initial registered agent of the Corporation at such office shall be Jeffrey Watkin who upon accepting this designation agrees to comply with the provisions of Sections 48.091 and 807.0501, Florida Statutes, with respect to maintaining a registered agent and a registered office for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

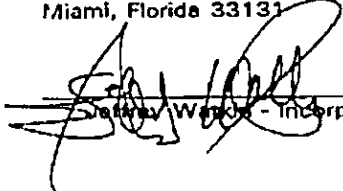
The initial Board of Directors shall consist of three (3) members. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The names and addresses of the directors constituting the members of the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Facundo L. Bacardi	1700 Sun Bank International Center One Southeast Third Avenue Miami, Florida 33131
Marlene Carbonell	1700 Sun Bank International Center One Southeast Third Avenue Miami, Florida 33131
Richard J. Razook	1700 Sun Bank International Center One Southeast Third Avenue Miami, Florida 33131

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Jeffrey Watkin	1700 Sun Bank International Center One Southeast Third Avenue Miami, Florida 33131

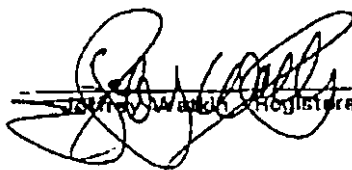


Jeffrey Watkin - Incorporator

Fax Audit No. H95-000009405

Fax Audit No. 1195-000009405ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been appointed as registered agent to accept service of process for Cardinal Management, Inc., hereby agrees to act in that capacity and further states that he is familiar with and accepts the obligations, and agrees to comply with the provisions, of Sections 48.091 and 607.0501, Florida Statutes.



Jeffrey W. Ward, Registered Agent

FILED
95 AUG 25 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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