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FILED

95 SEP 13 PM 1:30

September 5, 1995

SECRET
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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***122.50 ***122.50

Dear Division of Corporations:

Enclosed please find the Articles of Incorporation for a new corporation, GULFLEASE UC-31, INC. The original and one copy is enclosed for filing purposes. Please send a certified copy back to this office:

Mr. Thomas L. Cooper
P.O. Box 777
Miami Springs, FL 33266
Phone: (305) 871-0727, Ext. 204

Also, please find a check in the amount of \$122.50 to cover the filing fee for this corporation.

If you should need any further information, please contact my office.

Sincerely,


THOMAS L. COOPER

TLC/eal

Encls.

*
9-15-95

ARTICLES OF INCORPORATION

OF

GULFLEASE UC-31, INC.

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SECRETARY
TALLAHASSEE, FLORIDA

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.

The name of the Corporation shall be GULFLEASE UC-31, INC.

ARTICLE II.

DURATION OF THE CORPORATION

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE III.

CORPORATE PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

AUTHORIZED STOCK

The authorized Stock of the Corporation shall consist of 1,000 shares of Common Stock with a par value of 10 cents per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors, but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other form of agreement.

ARTICLE V.

CORPORATIONS PRINCIPAL OFFICE AND
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 1010 Redbird Avenue, Miami Springs, FL 33166. The name of the initial registered agent of the Corporation at the registered office shall be THOMAS L. COOPER. The Corporation's principal office and registered office address are the same.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be one person who shall hold office until the first annual meeting of the Shareholders, and thereafter until successors are elected. The name and address of the initial Board of Directors shall be:

Thomas L. Cooper
1010 Redbird Avenue
Miami Springs, FL 33166

ARTICLE VII.

INCORPORATOR

The name and address of the Incorporator of the Corporation is as follows:

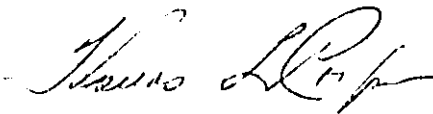
Thomas L. Cooper
1010 Redbird Avenue
Miami Springs, FL 33166

Executed this 5th day of September, 1995.


THOMAS L. COOPER, Incorporator

ACCEPTANCE OF APPOINTMENT
AS RESIDENT AGENT

The undersigned hereby accepts the appointment as resident agent of GULFLEASE UC-31, INC. in the Corporation's registered office located at 1010 Redbird Avenue, Miami Springs, FL 33166.



THOMAS L. COOPER

SECRET
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me by THOMAS L. COOPER this 5th day of September, 1995.


Notary Public



ELIZABETH ANN LERNER
OFFICIAL SEAL
My Comm. Expires 01-13-97
BONDED THROUGH
ALAN INSURANCE SERVICES
CC 253063