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PRESIDENTIAL  
LEGAL & FINANCIAL SERVICE

RECEIVED  
98 DEC 29 PM 2:13  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 787649 *Patricia 4133A*

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : December 29, 1995

ORDER TIME : 11:34 AM

ORDER NO. : 787649

CUSTOMER NO: 4133A

100001674091

CUSTOMER: Ms. Sharon G. Dixon  
STEARNS WEAVER MILLER WEISSLER  
ALHADEFF & SITTERSON, P.A.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, FL 33130

DOMESTIC FILING

NAME: ECONOCARIBE PARTNERS, INC.

FILED  
95 DEC 29 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: T. BROWN JAN - 2 1996

ARTICLES OF INCORPORATION  
OF  
ECONOCARIBE PARTNERS, INC.

FILED  
95 DEC 29 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Econocaribe Partners, Inc. The address of the principal office and the mailing address of this corporation is 2401 N.W. 69th Street, Miami, Florida 33147.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED  
OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

Name  
Sharon Quinn Dixon

Address  
150 W. Flagler St.  
Suite 2200  
Miami, FL 33130

ARTICLE V - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

Name  
Gary Lesnik

Address  
2401 N.W. 69th St.  
Miami, FL 33147

Jil Lesnik

2401 N.W. 69th St.  
Miami, FL 33147

ARTICLE VII - INCORPORATOR

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

Name  
Sharon Quinn Dixon

Address  
150 W. Flagler St.  
Suite 2200  
Miami, FL 33130

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.


ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT


This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of December, 1995.

  
Sharon Quinn Dixon,  
Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
Sharon Quinn Dixon,  
Registered Agent

FILED  
95 DEC 29 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA