

1201 HAYS STREET
TALLAHASSEE, FL 32301
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ACCOUNT NO. : 072100000032

REFERENCE : 009445 97981A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 122.50

ORDER DATE : January 17, 1996

ORDER TIME : 2:33 PM

ORDER NO. : 009445

CUSTOMER NO: 97981A

300001692593

CUSTOMER: Jerry S. Chasen, Esq
CROCKETT FRANKLIN & CHASEN, PA

Suite 330
420 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: CORPORATE ALLIANCES INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint D. Fuhrman

EXAMINER'S INITIALS:

RECEIVED
96 JAN 18 PM 4:22
DIVISION OF CORPORATION
96 JAN 18 PM 1:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 19 1996

ARTICLES OF INCORPORATION
OF
CORPORATE ALLIANCES INC.

FILED
96 JAN 18 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CORPORATE ALLIANCES INC.

The address of the principal office of this corporation shall be 2972 A-Aventura Boulevard, #228, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.20 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 420 Lincoln Road, Suite 338, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Jerry Simon Chasen, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until her successor is elected or appointed is:

| | |
|------------------------|---------------------------------|
| Elena Monica | 2972 A-Aventura Boulevard, #228 |
| Dir./Pres./Sec./Treas. | Aventura, Florida 33180 |

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on January 18, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

CLD/cdf

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED
JAN 18 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

CORPORATE ALLIANCES INC.

(must include suffix)

2. The name and address of the registered agent and office is:

JERRY SIMON CHASEN, ESQ.
(NAME)

420 LINCOLN RD., SUITE 338
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

MIAMI BEACH, FL 33139
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

1/17/96
(DATE)