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February 1, 1996

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

2000001706322

-02/05/96--01063--003

*****78.75 *****78.75

RE: Formation of "Lady Mary's, Inc."

Ladies and Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent and Registered Office, together with a check payable to the Florida Department of State in the amount of \$78.75, in payment of the filing and certificate of status fees.

Please mail the certificate of status to me at the following address:

Randall Nordlund, Esq.
1025 Alton Road #603
Miami Beach, Florida 33139

Thank you very much.

Very truly yours,


RANDALL NORDLUND

RN:sar
Enclosures
cc Daisy Silva

FILED
96 FEB -5 AM 9:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 2/8/96

ARTICLES OF INCORPORATION

FILED

96 FEB -5 AM 9:08

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be "LADY MARY'S, INC."

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 6960 Collins Avenue, Miami Beach, Florida 33141.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Randall Nordlund, Esq., 2 South Biscayne Boulevard, Suite 1570, Miami, Florida 33131.

ARTICLE V

INCORPORATOR AND INITIAL DIRECTOR

The name and street address of the sole incorporator and subscriber to these Articles of Incorporation and sole initial director is Daisy M. Batista Da Silva, 7904 West Drive, Apt. 607, North Bay Village, Miami, Florida 33141.

The undersigned incorporator has executed these Articles of Incorporation this 3 day of February, 1996.



DAISY M. BATISTA DA SILVA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

FILED

96 FEB -5 AM 9:08

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate its Registered Office and Registered Agent in the State of Florida.

1. The name of the corporation is "LADY MARY'S, INC."
2. The name and address of the registered agent and office is:

RANDALL NORDLUND, ESQ.
2 South Biscayne Boulevard, Suite 1570
Miami, Florida 33131

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.

Dated: February 3, 1996


RANDALL NORDLUND

P960000012060

WEISSMAN, DERVISHI, BORGO & NORDLUND, P.A.

ATTORNEYS AT LAW

INTERNATIONAL PLACE - 26TH FLOOR

100 SOUTHEAST 8TH STREET

MIAMI, FLORIDA 33131

TELEPHONE (305) 347-4070

FACSIMILE (305) 347-4077

June 13, 1996

100001866021

-06/18/96--01148--001

*****35.00 *****35.00

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


RE: Change of Address of Registered Agent for LADY MARY'S, INC.

Ladies and Gentlemen:

I enclose our Statement of Change of Registered Office and check for \$35.00, changing my address as registered agent for LADY MARY'S, INC. to the office address shown on this letterhead.

Thank you.

Very truly yours,


RANDALL NORDLUND

RN:sar
Enclosures
cc Daisy Silva

5H 6/20
RA Ch.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 17 PM 2:43

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: LADY MARY'S, INC.
2. The mailing address of the corporation is: 6960 COLLINS AVENUE
MIAMI BEACH, FLORIDA 33141
3. Date of incorporation/qualification: FEB. 5, 1996 Document number: P96000012060
4. The name and address of the current registered agent and office:
RANDALL NORDLUND, ESQ.
2 SOUTH BISCAYNE BLVD., SUITE 1570
MIAMI, FLORIDA 33131
5. The name and address of the new registered agent and office: (P.O. Box Not Accepted)
RANDALL NORDLUND, ESQ.
INTERNACIONAL PLACE, 26TH FLOOR
100 SOUTHEAST 2ND STREET
MIAMI, FLORIDA 33131

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Daisy M. Batista da Silva June 10, 1996
(Signature of an officer, chairman or vice chairman of the board) (Date)

DAISY M. BATISTA DA SILVA, PRESIDENT AND DIRECTOR
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

MAY 28, 1996
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)