

P 960000 12877

TRANSMITTAL LETTER

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

1000001709341  
-02/07/96--01058--016  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT : TROPICAL POINT ENTERPRISES, INC.

Enclosed is an original and one ( 1 ) copy of the articles of incorporation and our check for \$ 122.50

FROM:

MURRAY LEDERMAN  
541 S.W. 9TH TERRACE  
FORT LAUDERDALE, FLORIDA 33312  
( 954 ) 646-5996

FILED  
96 FEB -7 AM 8:07  
TALLAHASSEE, FLORIDA

8:07 AM FEB 12 1996

Note: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

TROPICAL POINT ENTERPRISES, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles Of Incorporation.

ARTICLE I NAME

The name of the corporation shall be :

TROPICAL POINT ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

541 S.W. 9TH TERRACE  
FORT LAUDERDALE, FLORIDA 33312

ARTICLE III CAPITAL STOCK

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

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MURRAY LEDERMAN  
541 S.W. 9TH TERRACE  
FORT LAUDERDALE, FLORIDA 33312

FILED  
95 FEB -7 AM 8:07  
TALLAHASSEE, FLORIDA

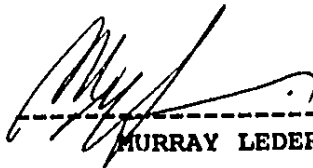
ARTICLE V INCORPORATOR(S)  
-----

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

1>

MURRAY LEDERMAN  
541 S.W. 9TH TERRACE  
FORT LAUDERDALE, FLORIDA 33312

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 5TH day of FEBRUARY, 1996



-----  
MURRAY LEDERMAN  
-----  
-----

CERTIFICATE OF DESIGNATION  
-----  
REGISTERED AGENT/REGISTERED OFFICE  
-----

Pursuant to the provisions of sections 607.0501 of 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.

1> The name of the corporation is :

TROPICAL POINT ENTERPRISES, INC.

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

MURRAY LEDERMAN  
541 S.W. 9TH TERRACE  
FORT LAUDERDALE, FLORIDA 33312

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.

  
-----  
MURRAY LEDERMAN

FEBRUARY 5, 1996

FILED  
96 FEB -7 AM 8:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA