

FEB - 21 1996 13:38 RUBIN HAUM & LEVIN

TEL 305-374-7593

P. 001

2/21/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS FROM: RUBIN HAUM LEVIN CONSTANCE FRIEDMAN
200 BISCAYNE BLVD
250 SE FINANCIAL CENTER
MIAMI FL 33131-3336
CONTACT: KENDALL SPARKMAN
PHONE: (305) 374-7580
FAX: (305) 350-2446

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CENTRES ~~ALCANTARA~~, INC.

FAX AUDIT NUMBER: H96000002500 FLORIDA CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/21/1996 TIME REQUESTED: 12:13:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 075350000132

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H96000002500)))
** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

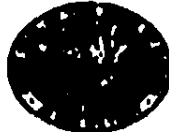
Alt-Z FOR HELP° ANSI ° FDX ° 9600 E71 ° LOG CLOSED ° PRINT ON ° ON-LINE

FILED
96 FEB 23 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 21 PM 2:25
DIVISION OF CORPORATIONS

02/22/96 15:50 Fl. Dept. of State pl /1

Fax Audit No. H96-2500



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 22, 1996

RUBIN BAUM LEVIN CONSTANT FRIEDMAN

MIAMI, FL

SUBJECT: CENTRES FLORIDA, INC.
REF: W96000003983

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6937.

Jerri Weinmann
Staff Assistant

FAX Aud. #: H96000002500
Letter Number: 696A00007677

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Fax Audit No. H96-2500

Fax Audit No. 1196- 2500

ARTICLES OF INCORPORATION OF CENTRES DAWSON, INC.

ARTICLE I -- NAME

The name of the corporation is CENTRES DAWSON, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principle office and mailing address of this corporation are:

3315 North 124th Street
Suite B
Brookfield, Wisconsin 53005.

ARTICLE III - PURPOSE

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

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is:

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336;

and the name and address of the initial registered agent of this corporation is:

Name

Kendall Sparkman

Address

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336.

This instrument prepared by:

Brian L. Bilzin, Esquire
Florida Bar No. 24452
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
2500 First Union Financial Center (33131-2336)
P.O. Box 019109
Miami, Florida 33101-9109
Telephone: 305-7480

Fax Audit No. 1196- 2500

FILED
95 FEB 23 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit No. H96-2500

ARTICLE VI -- COMMENCEMENT

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

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Kenneth B. Karl	1390 South Dixie Highway Suite 1304 Coral Gables, Florida 33146.

ARTICLE VIII -- INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Kendall Sparkman	200 South Biscayne Boulevard Suite 2500 Miami, Florida 33131-2336.

The powers and duties of the incorporator shall terminate upon the filing of these Articles of Incorporation.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

Fax Audit No. H96- 2500


ARTICLE X -- INDEMNIFICATION

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

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 20th day of February, 1996.


Kendall Sparkman, Incorporator and Registered Agent

FILED
96 FEB 23 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA