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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

99 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: ADORNO & ZEDER, P.A.
SUITE 1000
MIAMI BEACH 33136-
CONTACT: JUSTIN WILSON
PHONE: (305) 860-7098
FAX: (305) 858-4777

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

((H96000004102)))
OR P.A.

NAME: BEAU GENS, INC.

FAX AUDIT NUMBER: H96000004102

DATE REQUESTED: 03/21/1996

CERTIFIED COPIES: 1

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

BEAU GENS, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

Beau Gens, Inc.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

This instrument prepared by:
Justin T. Wilton
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133
(305) 558-5555

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ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 1,000 shares of Common Stock with a par value of \$10.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Enrique H. Suarez
2800 S.W. 5th Avenue
Miami, Florida 33129

ARTICLE VI

This corporation shall have three directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Enrique H. Suarez
2800 S.W. 5th Avenue
Miami, Florida 33129

Miriam Suarez
2800 S.W. 5th Avenue
Miami, Florida 33129

Victor Riviera
1612 Jefferson Avenue
Penthouse 1
Miami Beach, Florida 33139

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the Incorporator of the corporation is:

Enrique H. Suarez
2800 S.W. 5th Avenue
Miami, Florida 33129

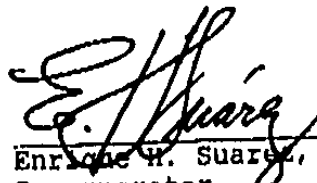
ARTICLE VIII

The mailing address and the principal business address of the corporation shall be:

2603 Ponce de Leon Blvd.
Coral Gables, Florida 33134

Executed at Miami, Florida this 20th day of March,

1996.


Enrique H. Suarez,
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Boau Gens, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 20th day of March, 1996.


Enrique M. Suarez,
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000025417

ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

2601 SOUTH BAYSHORE DRIVE
SUITE 1800
MIAMI, FLORIDA 33133
TELEPHONE (305) 868-5555

November 13, 1996

FACSIMILE
(305) 868-4777

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

Re: BEAU GENS, INC.
Document Number - P96000025417

Dear Sir/Madam:

Please correct the spelling of one of the director's names in Article VI of the Articles of Incorporation of the above-captioned corporation from Victor Riviera to Victor M. Rivera Sosa.

Thank you in advance for your attention to this matter. Please feel free to contact the undersigned directly at (305) 860-7098 if there are any questions or comments.

Sincerely,

ADORNO & ZEDER, P.A.

Justin T. Wilson
Justin T. Wilson
Legal Assistant

*Film to correct error
in name*

JTM/C. LTRGH/66061

TEL NOV 21 1996

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