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DIVISION OF REGISTRATION

ACCOUNT NO. : 0721000000032

REFERENCE : 893727

AUTHORIZATION : *Patricia Piztek*

COST LIMIT : \$ 70.00

ORDER DATE : March 25, 1996

ORDER TIME : 3:08 PM

ORDER NO. : 893727

CUSTOMER NO: 5373A

600001774666

CUSTOMER: Donna Budd, Legal Asst
SHERMAN & FISCHMAN, PA

Suite 600
3050 Biscayne Boulevard
Miami, FL 33137

DOMESTIC FILING

NAME: DAVID ANTHONY'S, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

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TALLAHASSEE-FLORIDA

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GB 4/10/96

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ARTICLES OF INCORPORATION
OF

DAVID ANTHONY'S, INC.

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:

DAVID ANTHONY'S, INC.

The address of the principal office of this corporation shall be 7860 Glades Road, Suite 200, Boca Raton, Florida 33433, 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 7500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7860 Glades Road, Suite 200, Boca Raton, Florida 33433, and the name of the initial registered agent of the corporation at that address is David DiLorenzo.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VII. 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 his successor is elected or appointed is:

David DiLorenzo	7860 Glades Road, Suite 200
Dir./Pres./V.Pres./Sec./Treas.	Boca Raton, Florida 33433

ARTICLE VIII. 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 April 9, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

LRD/dwl

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 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: DAVID ANTHONY'S, INC.

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

David DiLorenzo

(Name)

7860 Glades Road, Suite 200

(P.O. Box ~~not~~ acceptable)

Boca Raton, Florida 33433

(City/State/Zip)

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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.


David DiLorenzo (Signature)

March 28, 1996

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL