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TO: DIVISION OF CORPORATIONS

FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

0405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST BAINES STREET

MIAMI FL 33166-

33401-6194

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0039

FAX: (305) 592-9591

(((H96000005110)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GAP INDUSTRIES, INC.

FAX AUDIT NUMBER: H96000005110

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/10/1996

TIME REQUESTED: 15:55:45

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GAP INDUSTRIES, INC.

FILED
96 APR 11 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE: GAP INDUSTRIES, INC.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

PLACE OF BUSINESS: 5999 N.W. 122 AVENUE
MIAMI, FL. 33178

MAILING ADDRESS: 520 BILTMORE WAY
CORAL GABLES, FL. 33134

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 10,000 SHARES OF COMMON STOCK, PAR VALUE \$ 1.00 PER SHARE.

PREPARED BY:
ANDRADE, HERNANDEZ, PAZOS
520 Biltmore Way
Coral Gables, FL. 33134
Tel. (305) 444-8800

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESS OF THE INITIAL OFFICERS AND DIRECTORS, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

PRESIDENT/SECRETARY

GUILLERMO PUJALS
SS#591-20-5442
408 AMALFI AVENUE
CORAL GABLES, FL. 33146

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

GUILLERMO PUJALS
SS#591-20-5442
408 AMALFI AVENUE
CORAL GABLES, FL. 33146

SIGNATURE OF INCORPORATOR

DATE: 4/5/96.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: GAP INDUSTRIES, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

GUILLERMO PUJALS
SS#591-20-5442
408 AMALFI AVENUE
CORAL GABLES, FL. 33146

SIGNATURE: _____

GUILLERMO PUJALS, PRESIDENT

DATE: 4/5/96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE 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.

GUILLERMO PUJALS, REGISTERED AGENTDATE: 4/5/96