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SECRETARY A STATE TALLAHASSI E, FLORIDA

ACCOUNT NO. # 072100000032

REPERENCE ...

AUTHORIZATION :

COST LIMIT : 4 70.00

ORDER DATE : April 30, 1996

ORDER TIME: 2:34 PM

ORDER NO. : 936737

800001804168

CUSTOMER NO: 10271A

CUSTOMER: Richard Rubino, Enq

RICHARD RUDINO, ESÓ

Suite 300

1515 North Federal Highway

Boca Raton, FL 33432

DOMESTIC FILING

NAME :

CAPRICHI ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

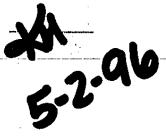
_ CERTIFIED COPY XX PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

DIVISION OF CONFORATION



FILED

96 MAY -1 PM 2:43

SECRIFY: TALEAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

CAPRICHI ENTERPRISES, 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:

CAPRICHI ENTERPRISES, INC.

The address of the principal office of this corporation shall be 627 Sandpine Circle, Suite 3128, Deerfield Beach, Florida 33441, 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Max Niddam Pres.

7520 Lapaz Court, #101 Boca Raton, Florida 33433

Richard Niddam V. Pres.

627 Sandpine Circle, Suite #3128 Deerfield Beach, Florida 33441

Aline Niddam Sec.

7520 Lapaz Court, #101 Boca Raton, Florida 33433

Brian Cape Treas.

5 Redland Crescent East Scarborough, Ontario M1M1B7

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

The name and street address of the incorporator ded in SEC. FLORIDA 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 May 1, 1996.

CORPORATION SERVICE COMPANY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY