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ADAM R. SCHIFFMAN  
NICOLE J. HUESMANN

April 30, 1996

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: W.I. 2800 PROPERTY INVESTMENTS CORP. AND  
SOUTHERN SUNSHINE HOLDINGS CORP.

500001804115  
-05/02/96--01011--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of W.I. 2800 Property Investments Corp. and Southern Sunshine Holdings Corp.

Enclosed also are our firm's checks in the amount of \$122.50 each which cover the fees for filing and certified copies. Please return the certified copies of the Articles as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,

  
NICOLE J. HUESMANN

NJH:ak  
Encls.

EFFECTIVE DATE  
4-26-96

FILED  
96 MAY -1 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 7 1996

BSB

ARTICLES OF INCORPORATION  
OF  
W.I. 2800 PROPERTY INVESTMENTS CORP.

FILED  
96 MAY -1 AM 10:25  
STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE  
4-26-96

NAME AND ADDRESS

The name of the Corporation shall be:

W.I. 2800 PROPERTY INVESTMENTS CORP.

The Corporation's address is:

c/o Adam R. Schiffman, P.A.  
2999 N.E. 191st Street  
Suite 900  
Aventura, Florida 33180

ARTICLE II

DURATION

The corporation shall commence its existence on April 26, 1996, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of the Corporation is Adam R. Schiffman, P.A., 2999 Northeast 191 Street, Suite 900, Aventura, Florida 33180.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the Initial Director of this Corporation is: Thomas Hofmann, c/o Adam R. Schiffman, P.A., 2999 Northeast 191 Street, Suite 900, Aventura, Florida 33180.

## ARTICLE VII

### INCORPORATOR

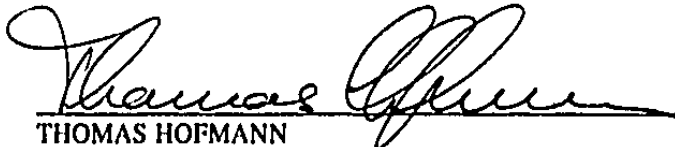
The name and address of the person signing these Articles of Incorporation as Incorporator is Thomas Hofmann, c/o Adam R. Schiffman, P.A., 2999 Northeast 191 Street, Suite 900, Aventura, Florida 33180.

## ARTICLE VIII

### INDEMNIFICATION

The corporation shall indemnify any Incorporator, Officer or Director, or any former Officer or Director, to the full extent permitted by law.

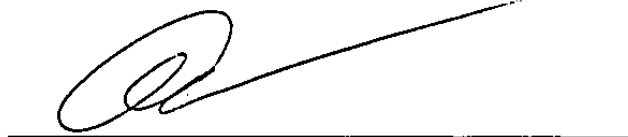
**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 26th day of April, 1996.

  
THOMAS HOFMANN

### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

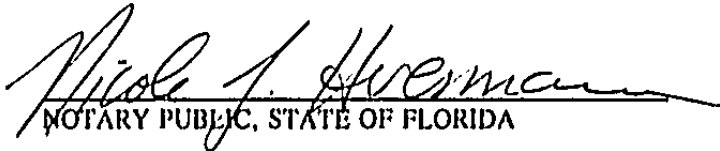
DATED this 26 day of April, 1996.

  
ADAM R. SCHIFFMAN

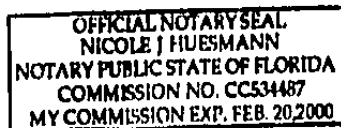
STATE OF FLORIDA :  
: SS.  
COUNTY OF DADE :

**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared Thomas Hofmann, known to me and known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of W.I. 2800 PROPERTY INVESTMENTS CORP., and he/she acknowledged before me that he/she executed same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 26 day of April, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



STATE OF FLORIDA :  
: SS.  
COUNTY OF DADE :

**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared Adam R. Schiffman, known to me and known to be the person who, as Registered Agent, executed the foregoing Articles of Incorporation of W.I. 2800 PROPERTY INVESTMENTS CORP., and he/she acknowledged before me that he/she executed same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 26 day of April, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

