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MICHELLE I. CATES, P.A.

ATTORNEY AT LAW

807 WHITEHEAD STREET, KEY WEST, FL 33090
TELEPHONE (305) 808-7700 TELEFAX (305) 808-6000

96 MAY - 6 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 30, 1996

Florida Department of State
Business Organization Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 33040

Re: Andy Caberio, Inc.

Dear Sir or Madam:

Enclosed please find a the Articles of Incorporation and check
in the amount of \$122.50 for recording the above corporation.

If you have any questions, please call me at (305) 296-7760.

Thank you in advance.

Sincerely,

Michelle I. Cates
Michelle I. Cates

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Enclosures

PH
5/13/96

ARTICLES OF INCORPORATION
OF
ANDY CEBERIO, INC.

96 MAY -6 10:53
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ANDY CEBERIO, INC.

The principal place of business of this corporation shall be 3709 PEARLMAN TERR, KEY WEST, FLORIDA 33040.

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 1000 shares of common stock have \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3709 Pearlman Terrace, Key West, Florida 33040 and the name of the initial registered agent of the corporation at that address is Andy Ceberio.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI OFFICERS AND DIRECTORS

This corporation shall have one officer and 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 a successor is elected or appointed is:

Andy Ceberio, President, Secretary

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Andy Ceberio
3709 Pearlman Terrace
Key West, Florida 33040

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25th day of April, 1996.

ANDY CEBERIO, INC.

By:

Andy Ceberio

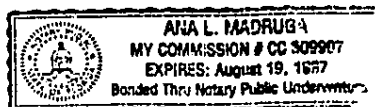
STATE OF FLORIDA
COUNTY OF Monroe

The foregoing instrument was acknowledged before me this 25th day of April, 1996, by Andy Ceberio who showed Florida Drivers License Number C160-CD1-67-347-0.

Ana L. Madruga
NOTARY PUBLIC,
STATE OF FLORIDA

My commission expires: Aug 19, 1997

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING OF STATE
AGENT UPON WHO PROCESS MAY BE SERVED**

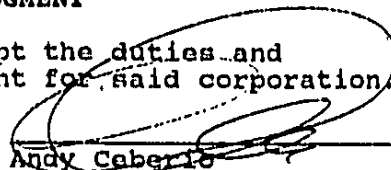
FILED
96 MAY -6 AM 10:53
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48, Florida statutes, the following is submitted in compliance with said statute:

That ANDY CEBERIO, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Key West, Monroe County, Florida, has named Andy Cebario, located at 3709 Pearlman Terrace, Key West, Monroe County, State of Florida, 33040, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Andy Cebario
Registered Agent