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JOSE A. LASZLO
2980 S.W. 19TH TERRACE
MIAMI, FLORIDA 33145
(305) 442-2511

01\051\OUTCAST.LTR

May 8, 1996

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*****70.00 *****70.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of
Outcast Services, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of Outcast Services, Inc. Also enclosed is our check for \$70.00 representing your filing fee and registered agent designation fee. Please forward to us a stamped copy of the Articles of Incorporation showing that the articles have been filed, at your earliest convenience.

Sincerely,


Jose A. Laszlo

JAL:ael
Enclosures

FILED
96 MAY 10 PM 2:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 5/16/96

FILED
96 MAY 10 PM 2:56
STATE
FLORIDA

ARTICLES OF INCORPORATION
OF
OUTCAST SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is OUTCAST SERVICES, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares of Common Stock of a par value of \$1.00

per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 2980 S.W. 19th Terrace, Miami, Florida 33145 and the name of the initial registered agent of this corporation at that address is Jose A. Laszlo. The Principal Office and/or mailing address will be the same as the Registered Agent.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The name and street address of the initial director is:

Jose A. Laszlo
2980 S.W. 19th Terrace
Miami, Florida 33145

ARTICLE VII
INCORPORATOR

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

Jose A. Laszlo
2980 S.W. 19th Terrace
Miami, Florida 33145

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

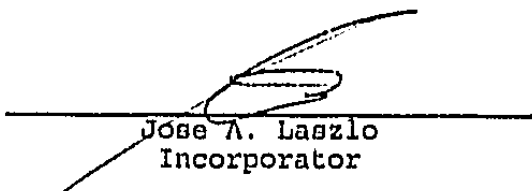
The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of May, 1996.



Jose A. Laszlo
Incorporator

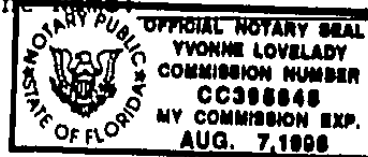
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7th day of May, 1996 by JOSE A. LASZLO, the Incorporator of OUTCAST SERVICES, INC., who is ~~(s)~~ personally known to me or () has produced _____ as identification.

NOTARY PUBLIC


- Print Name - _____

My Commission Expires:



FILED

95 MAY 10 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
OUTCAST SERVICES, INC.

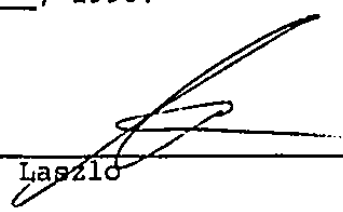
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That OUTCAST SERVICES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Jose A. Laszlo, located at 2980 S.W. 19th Terrace, Miami, Florida 33145, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, we hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 7th day of May, 1996.



Jose A. Laszlo

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