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FLORIDA DIVISION OF CORPORATIONS

EFFECTIVE DATE 5/30/96

TO: DIVISION OF CORPORATIONS SERVICES FROM: HELLER & BARNETT CORPORATE SERVICES

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

1214 N UNIVERSITY DR
PLANTATION FL 33322-00
CONTACT: BRIAN K BARNETT
PHONE: (954) 475-8484
FAX: (954) 475-1125

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: TOE JAM, INC.
FAX AUDIT NUMBER: H96000007577
DATE REQUESTED: 05/30/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$70.00

CURRENT STATUS: REQUESTED
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CERTIFICATE OF STATUS: 0
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Fax Audit number on the top and bottom of all pages of the document.

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
96 JUN -3 PM 4:03

6/4/96
TD

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ARTICLES OF INCORPORATION
OF

Toe Jam, Inc.,
a Florida corporation

EFFECTIVE DATE
5/30/96

The undersigned, acting as incorporator of Toe Jam, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

Toe Jam, Inc.

ARTICLE II. ADDRESS

The corporation's mailing address is:

1674 Meridian Ave
Miami Beach, Florida 33139

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TALLAHASSEE, FLORIDA

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective May 30th, 1996.

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$10.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is One S.E. 3rd Avenue Suite 1240 Miami, Florida 33139 and the name of the corporation's initial registered agent at that address is Reiser & Allison P.A..

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 1. The name(s) of the initial director(s):

Name

Judd M. Allison

Toe Jam, Inc.
1674 Meridian Ave
Miami Beach, Florida, 33139

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That The Jant, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at One N.E. 3rd Avenue Suite 1240 Miami, Florida 33139, has named Reiser & Allison P.A., as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Reiser & Allison P.A.
One N.E. 3rd Avenue Suite 1240 Miami, Florida 33139

Reiser & Allison by
J. Allison

Reiser & Allison P.A.
Date: May 30, 1996

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Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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TALLAHASSEE, FLORIDA

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ARTICLE VIII INCORPORATOR

The name and street address of the incorporator is:

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 30th day of May, 1996

Heller & Barnett Corporate Services:

By: *B. K. Barnett*
Brian K. Barnett

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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