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PRENTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 986105 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : June 13, 1996

ORDER TIME : 9:55 AM

ORDER NO. : 986105

CUSTOMER NO: 4303929

400001861254

CUSTOMER: Esther J. Forbes, Legal Asst
GREENBERG TRAUER HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: TORINO CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez
EXAMINER'S INITIALS:

55 JUN 13 PM 1:27

RECEIVED
96 JUN 13 AM 11:27
DIVISION OF COMP. & COMM.
U.S. DEPT. OF JUSTICE

ARTICLES OF INCORPORATION
OF

TORINO CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 13 PM 1:27

ARTICLE I

The name of the corporation is TORINO CORP. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is: 18551 North Tamiami Trail, North Ft. Myers, Florida 33903.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the Initial Board of Directors is one, and the name and address of the member of the Initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Alice Kanavos
18551 North Tamiami Trail
North Ft. Myers, FL 33903

ARTICLE VII

The name and address of the Incorporator is Alice Kanavos, 18551 North Tamiami Trail, North Ft. Myers, Florida 33903.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation on this 7th day of June, 1996.

Alice Kanavos
ALICE KANAVOS,
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of TORINO CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company,
Registered Agent

By: *Karen B. Rozar*
Its: Agent, Karen B. Rozar

Dated: 13, 1996.

FILED
SECRETARY OF STATE
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JUN 13 PM 1:27