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PRANTE IN THE PROPERTY OF THE

REFERENCE: 984148

AUTHORIZATION:

8690A

COST LIMIT : \$ 70.00

ORDER DATE: June 11, 1996

ORDER TIME: 10:29 AM

ORDER NO. : 984148

CUSTOMER NO: 8690A

700001862407

CUSTOMER: Ms. Roxana T. Collazo

BEDZOW KORN & KAN, P.A.

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC FILING

NAME:

A ROSE ENTERPRISES OF SOUTH

FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY

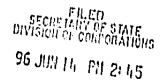
X PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

16/4/96



ARTICLES OF INCORPORATION

OF

A ROSE ENTERPRISES OF SOUTH FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A ROSE ENTERPRISES OF SOUTH FLORIDA, INC.

The address of the principal office of this corporation

shall be 13490 Northeast 11th Avenue, North Miami,

Florida 33161, and the mailing address of the corporation shall
be the same.

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 .her 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 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 200, 20803 Biscayne Boulevard, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Alan B. Schneider.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Rosa Pedron Dir.

13490 Northeast 11th Avenue North Miami, Florida 33161

Rafael Pedron Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Rosa Pedron Pres./Sec.

13490 Northeast 11th Avenue North Miami, Florida 33161

Rafael Pedron V. Pres./Treas.

Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 14, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Laura R. Dunlap

VLP

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 96 JUN 14 PM 2: 45

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

ALAN B. SCHNEIDER, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

A ROSE ENTERPRISES OF SOUTH FLORIDA. INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

munad Name: ALAN B. SCHNEIDER