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ACE INDUSTRIES/PRINTING KIT

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7/03/96

FLORIDA DIVISION OF CORPORATIONS

10:02 AM

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((H96000009258))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

84 NW 11TH ST

STATE OF FLORIDA

408 EAST GAINES STREET

MIAMI FL 33136-2890

TALLAHASSEE, FL 32399

CONTACT: LYNN FRIEDMAN

FAX: (904) 922-4000

PHONE: (305) 368-2671

FAX: (305) 368-7832

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FIVE & FIVE INC.

FAX AUDIT NUMBER: H96000009258

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/03/1996

TIME REQUESTED: 10:01:59

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CERTIFICATE OF STATUS: 0

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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

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07-02-1996 10141AM

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TALLAHASSEE, FLORIDA

H96-09258

ARTICLES OF INCORPORATION

OF

Five & Five Inc

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

Five & Five Inc

ARTICLE II - PRINCIPAL OFFICE

The principal place of business shall be:

431 Front Street
(Physical street address)

Key West, FL 33040
(City, State, and Zip Code)

The mailing address of the Corporation shall be:

431 Front Street
(Street or P.O. Box)

Key West, FL 33040
(City, State, and Zip Code)

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 5,000 shares of common stock with a par value of \$1.00 per share. The Corporation plans to initially issue 500 shares, reserving the balance for subsequent issuance.

H96-09258
ACE INDUSTRIES, INC.
84 NW 11th Street
Miami, FL 33136
305-688-8571

07-03-1000 10120
17-02-1996 10142M

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ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The following person shall serve as registered agent for the Corporation at the address stated:

Signature

H.B.

431 Front Street
(Street Address)

Haim Barak
Print or Type Name

Key West, FL 33040
(City, State, and Zip)

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

(Signature)

H.B.

INITIAL ADDRESS of
Corporation
and Incorporator

431 Front Street
(Street Address)

Haim Barak
(Name)

Key West, FL 33040
(City, State, & Zip)

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07-02-1996 101420M

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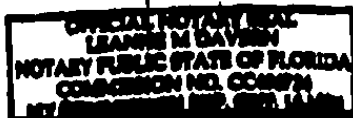
STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 1st
day of July, 1996 by HAIR HAKAH of
Five & Five Inc, a Florida Corporation, on
behalf of the corporation. He/She is personally known to me and
did not take an oath.

LEANN M. DAVEN
NOTARY PUBLIC, STATE OF FLORIDA

LEANN M. DAVEN
(TYPE OR PRINTED NAME)



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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 OR 817.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. The name of the corporation is: Five S. Five Ten
(must include suffix)

2. The name and address of the registered agent and office is:

Main Bazar
(Name)
431 Front Street
(Street address - P. O. Box not acceptable)
Kay West, FL 33040
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete perfor-
mance of my duties, and I am familiar with and accept the obligations of my position
as registered agent.

H. B.
(Signature)

7/1/96
(Date)

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