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NonProfit	Resignation of R.A., Officer/ Director	7
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Examiner's initials



July 17, 1996

ANITA AKERMAN SENTERFITT TALLAHASSEE, FL

SUBJECT: PUNCH CO., INC. Ref. Number: W96000014947

We have received your document for PUNCH CO., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Sheidon Bream Document Specialist

Letter Number: 796A00034672

ARTICLES OF INCORPORATION OF

PUNCH ENTERPRISES, INC.



The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is Punch Enterprises, Inc. (hereinafter called the "Corporation").

ARTICLE II MAILING ADDRESS

The mailing address of the Corporation is 777 N.W. 72nd Avenue, #3G16, Miami, Florida 33126.

ARTICLE III CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, par value \$.01 per share (the "Common Stock"). Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders of the Corporation.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is Lin Cherry.

ARTICLE V INCORPORATOR

The name and address of the incorporator of the Corporation is Lin Cherry, One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE VI INDEMNIFICATION

The Corporation shall indemnify and may advance expenses to its officers and directors to the fullest extent permitted by law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of July, 1996.

-- thi Cherry, Incorporator

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Se MI 10 PM PO PM PESS Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Acts the undersigned submits the following statement in accepting the designation as registered ages and registered office of Punch Enterprises, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 16th day of July, 1996.