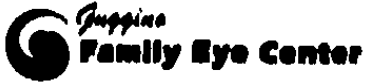


P96000064116

Joseph G. Guggino, Esquire



Attorney at Law

July 25, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001908825
-07/30/96--01165--010
****122.50 ****122.50

Dear Sir:

I am enclosing the Articles of Incorporation of Ybor VI, Inc. and the corresponding certificate naming a resident agent for filing. I am also enclosing a check in the amount of \$122.50 for payment of the appropriate filing fees.

Please acknowledge receipt of these Articles of Incorporation and issue the appropriate certificates. Please return these documents to this office at 3115 Swann Avenue, Tampa, FL 33609 to the undersigned's attention.

Thank you for your attention to this matter.

Very truly yours,

Joseph G. Guggino

JGG:tls

enclosures

FILED
96 JUL 30 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-31-96
UP

ARTICLES OF INCORPORATION
OF
YBOR VI, INC.

FILED
\$6 JUL 30 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this corporation is: YBOR VI, INC., whose initial principal office is 3115 Swann Ave., Tampa, Florida 33609.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any and all lawful business permissible by a corporate entity.

ARTICLE III

Powers

This corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and

reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plan for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers permissible under the laws of the State of Florida necessary or convenient to effect its lawful purposes.

(s) To have and exercise all powers permissible under any state of the United States of America, or any state, district or province of any country in which the corporation is existing necessary or convenient to effect its lawful purposes.

ARTICLE IV

Terms of Existence

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

ARTICLE V

Capital Stock

This corporation is authorized to issue 2500 shares of \$.10 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Capital

The amount of capital with which the corporation shall

begin business in \$100.00.

ARTICLE VII

Directors

The business of the corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall be fixed by the bylaws of the corporation. In the absence of a bylaw fixing the number of directors, the number shall be one (1).

ARTICLE VIII

Initial Officers

The names of the officers who are to serve until the first election of officers pursuant to the terms of the declaration and the bylaws, are as follows:

<u>NAME</u>	<u>ADDRESS/OFFICE</u>
Joseph Gerard Guggino	3115 Swann Ave. Tampa, Florida 33609 President
Carmin Joseph Iavarone	1802 7th Ave. Tampa, Florida 33602 Vice-President

ARTICLE IX

Initial Board of Directors

The name and street address of each member of the first

Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joseph Gerard Guggino	3115 Swann Ave. Tampa, Florida 33609
Carmino Joseph Iavarone	1802 7th Ave. Tampa, Florida 33602
Julio Gonzalez-Roel	7209 North Dale Mabry Tampa, Florida 33614
Tony Muniz	1419 Waters Ave. West Tampa, Florida 33612
Nelson Lazzara	1702 5th Ave. East Tampa, Florida 33602
John Garcia	7209 North Dale Mabry Tampa, Florida 33614

ARTICLE X

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3115 Swann Ave., Tampa, Florida 33609, and the name of its initial registered agent at such address is Joseph Gerard Guggino.

ARTICLE XI

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE XII

Amendments

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XIII

Incorporator

The name and address of the person signing these Articles is:

NAME

Joseph Gerard Guggino

ADDRESS

3115 Swann Ave.
Tampa, Florida 33609

ARTICLE XIV

Severance

If any phrase, clause, sentence, paragraph or provision of these Articles of Incorporation is held void or illegal, it shall not impair or affect the rest of these Articles of Incorporation, and the incorporators do hereby declare that they would have signed and executed the remainder of these Articles without such void or illegal provisions.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 26th day

of July, 1996.

James A. Guggino
Witness

Joseph Gerard Guggino
Joseph Gerard Guggino
3115 Swann Ave.
Tampa, Florida 33609

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Joseph Gerard Guggino, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named, this 26 day of July, 1996.

Paula M. Callahan
NOTARY PUBLIC
My Commission Expires:



PAULA M. CALLAHAN
COMMISSION # 398283
EXPIRES AUG 7, 1998

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST, THAT YBOR VI INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA,
HAS NAMED JOSEPH GERARD GUGGINO, LOCATED AT 3115 SWANN AVE.,
TAMPA, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE


(Corporate Officer)

TITLE

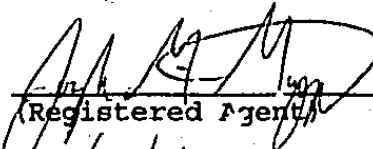
President

DATE

7/26/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE


(Registered Agent)

DATE

7/26/96

FILED
96 JUL 30 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA