EMPTRE CORPORATE KIT MIAM1 FL 33135-0-5295 CONTACT: RAY STORMONT PHONE: (305) 641-3694 FAX: (305) 541-3770 (T(H96000010785))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: RE-MARKS TROPICAL SETTING, INC. FAX AUDIT NUMBER: H96000010785 CURRENT STATUS: REQUESTED DATE REQUESTED: 08/02/1996 TIME REQUESTED: 17:39:10 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 0 METHOD OF DELIVERY: FAX NUMBER OF PAGES: 7 ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000010785))) ** INVALID BELECTION...PLEASE RE-ENTER ** ENTER SELECTION AND (CR): Help Fi Option Menu F2 NUM Connect: 00:13:5

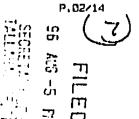
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ARTICLES OF INCORPORATION

or

RE-MARKS TROPICAL SETTINGS, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: RE-MARKS TROPICAL SETTINGS, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this comporation shall be: 3501 N.E. 4TH AVENUE BOCA RATON PLORIDA 33431

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- Transact any and all lawful business.
 - Said corporation shall further have powers:

To have perpetual succession by its corporate name:

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

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;

----RAY STORMONT EMPIRE CORPORATE KIT COMPANY 1492 West Flaglor Street #, 200 Miami, Florida 33135-2209 (305) 541-3694

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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;

To soll, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

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 of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees 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;

To lond money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

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

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

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To make denations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, annociate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indomnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000 shares, having an individual par value of \$.01

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: MARK MORGENSTEIN 3501 N.E. 4TH AVENUE BOCA RATON FLORIDA 33431

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who are to serve as an initial director(s) is:

MARK MORGENSTEIN 3501 N.E. 4TH AVENUE BOCA RATON FL 33431

MAUREEN MORGENSTEIN 3501 N.E. 4TH AVENUE BOCA RATON FL 33431

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 W. FLAGLER STREET #200 MIAMI FLORIDA 33135

The undersigned has executed these Articles of Incorporation this 02 day of ANGUST ,1996.

RAY C. STORMONT FOR EMPIRE CORPORATE KIT OF AMERICA, INC.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Procurant to the provisions of section 607.0501, Florida Statutos, the undersigned corporation, organized under the laws of the State of Piorida, submits the following statement in designating the registered office/registered agent, in the state of Plorida.

First that RE-MARKS	TROPICAL SETTINGS, INC
destring to organize under the L	of Corporation) Now of the State of _FLORIDA
with its principal office, as incorporation has named MARK	indicated in the articles of MORGENSTEIN
June 12 501 ALC 446	uwin či käätstatat Väsut)
city of Boca Rator PO BOX no (City)	County of PALM BEACH
(City)	(County)

State of Florids, as its agent to accept service of process within this state.

RAVING 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 FUNTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM PAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Rogianded Agent

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