P960MITCHEL & ASSOCIATES, P.A. ATTORNBYS AT LAW 2990 INTERNATIONAL PLACE 100 SOUTHBAST SECOND STREET

STEVEN J. MITCHEL

TUL: (305) 375-9500 PAX: (305) 375-9252

August 8, 1996

MIAMI, PL 33131

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

Re:

Articles of Incorporation

Richtree, Inc.

7000001515207 -08/13/96--01008--011 ****122.50

Dear Sir/Madam:

Enclosed please find this firm's check in the amount of \$122.50, your fee for filing the attached Articles of Incorporation in the name of Richtree, Inc. Please forward to our office the Certificate of Incorporation.

Thank you in advance for your anticipated cooperation.

Very truly yours,

MITCHEL & ASSOCIATES, P.A.

STEVEN J. MITCHEL

AUG 1 4 1996

ARTICLES OF INCORPORATION

OF

RICHTREE, INC.

The undersigned, for the purpose of forming a corporation under the Plorida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

RICHTREE, Inc.

ARTICLE II PRINCIPAL PLACE OF BUSINESS

18240 West Dixio Highway North Miami Beach, FL 33160

ARTICLE III NATURE OF CORPORATE BUSINESS

The Corporation may engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way. The duration of the Corporation is perpetual.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share. The consideration to be paid for each share of stock be fixed by the Board of Directors.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The Corporation's initial registered agent and registered office in the state of Florida shall be:

STEVEN J. MITCHEL, ESQUIRE 2990 International Place 100 Southeast Second Street Miami, FL 33131



ARTICLE YI INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

NAME

ADDRESS

Mark Rolehenbaum

18240 West Dixle Highway North Miami Beach, PL 33160

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the corporation, or until a successor is elected.

ARTICLE VII INCORPORATORS

The name and address for each incorporator executing these Articles of incorporation is as follows:

NAME

ADDRESS

Steven J. Mitchel

2990 International Place 100 Southeast Second Street Miami, FL 33131

ARTICLE VIII AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX COMMENCEMENT DATE

Corporate existence will commence upon issuance of the Certificate of Incorporation.

THE UNDERSIGNED INCORPORATORS, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, bereby declaring and certifying that the facts herein stated are true.

STEVEN J. MITCHEL

STATE OF PLORIDA) no COUNTY OF DADE)

Before me personally appeared STHVEN J. MITCHEL to me well known and known to me to be the person described in and who executed the foregoing Articles of incorporation and acknowledged to and before me that they executed said instrument for the purposed therein expressed.

WITNESS my hand and official seal this And day of July, 1996.

NOTARY DE PUBLIC

MADELSINE M. VALDIVIA My Comm Bxp. 7/17/99 Bonded By Service Ins No. CC471011 Hennelly Keem 1104m LD.

NOTARY PUBLIC
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of R'CHTREE, INC. which is contained in the foregoing Articles of Incorporation.

DATED this ______ day of July, 1996.

Steven J. Mitchel Registered Agent

This Document was Prepared by: Mitchel & Associates, P.A. 2990 International Place 100 Southeast Second Street Miami, FL 33131 (305) 375-9500 Florida Bar 768693

fASIM vnen/reichen.ino