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August 12, 1996

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
96 AUG 14 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

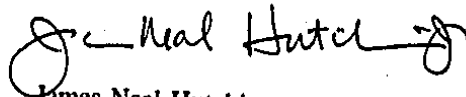
Dear Sir or Madam:

Enclosed please find the following:

1. A signed original and one copy of the Articles of Incorporation for FAR&R Investments, Inc. (the "Corporation").
2. A check in the amount of \$78.75 for the required fees (\$70.00 for incorporation and \$8.75 for a certificate of status).

Please date stamp and return the enclosed copy of the Articles of Incorporation and a certificate of status as to the Corporation to the undersigned at the address set forth below. Should you have any questions regarding this matter, please telephone the undersigned at (305) 577-0600. Thank you.

Very truly yours,



James Neal Hutchinson, Jr.
1221 Brickell Avenue
25th Floor
Miami, FL 33131

ARTICLES OF INCORPORATION
FOR
FAR&R INVESTMENTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation (the "Corporation") is "FAR&R Investments, Inc."

ARTICLE II

The principal office and mailing address of the corporation is c/o James Neal Hutchinson, Jr., 1221 Brickell Avenue, 25th Floor, Miami, Florida 33131.

ARTICLE III

The duration of the Corporation is to be perpetual.

ARTICLE IV

The Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The Corporation shall have authority to issue 1,000 common shares, \$.01 par value.

ARTICLE VI

The street address of the initial registered office of the Corporation is 1221 Brickell Avenue, 25th Floor, Miami, Florida 33131. The name of the Corporation's registered agent at such address is James Neal Hutchinson, Jr.

ARTICLE VII

The Initial Board of Directors of the Corporation shall have one member who is James Neal Hutchinson, Jr. whose address is 1221 Brickell Avenue, 25th Floor, Miami, Florida 33131.

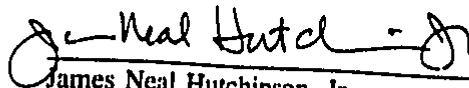
ARTICLE VIII

The name and address of the incorporator is James Neal Hutchinson, Jr., 1221 Brickell Avenue, 25th Floor, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the Corporation make and file these Articles of Incorporation this 12th day of August, 1996.


James Neal Hutchinson, Jr., Incorporator

IN WITNESS WHEREOF, I, James Neal Hutchinson, Jr., having been named the Registered Agent and to accept service of process for the Corporation at the place designated in these Article of Incorporation, 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 performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent this 12th day of August, 1996.


James Neal Hutchinson, Jr.
Registered Agent

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