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(((H96000011768))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CERRITO INVESTMENT CORPM.
TATUS: REQUESTED: H96000011768 CURRENT S
DATE REQUESTED: 08/22/1996 TIME REQUESTED: 14:23:06
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Hill Investment, Corp.

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96 AUG 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FL 32302
9607757

96 AUG 26 AM 7:52

RECEIVED

HXC
8/26/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 23, 1996

EMPIRE

MIAMI, FL

SUBJECT: CERRITO INVESTMENT CORP.
REF: W96000017757

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Letter Number: 896A00040113

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

89110000641

**ARTICLES OF INCORPORATION
OF
SPBR INVESTMENT CORP.**

FILED
96 AUG 26 PM 12:44
SECRET
FALL 1996

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be:
SPBR INVESTMENT CORP.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of Common Stock having a par value of One Hundred Dollars (\$100.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of the principal office of the Corporation shall be:

Marvin I. Wiener
2121 Ponce de Leon Blvd.
Coral Gables, FL 33134
(305) 445-8888
FAX: 087610

Suite 900, 2121 Ponce de Leon Boulevard
Coral Gables, Florida 33134

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ARTICLE VII - DIRECTORS

1. The number of Directors of this Corporation shall be no less than (1).

<u>Name</u>	<u>Address</u>
Liliana Sabin	2121 Ponce de Leon Boulevard, Suite 900, Coral Gables, FL 33134

2. The names and street addresses of each member of the first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Liliana Sabin	2121 Ponce de Leon Boulevard, Suite 900, Coral Gables, FL 33134

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

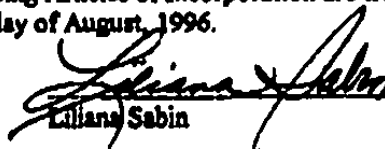
<u>Name</u>	<u>Address</u>
Liliana Sabin	2121 Ponce de Leon Boulevard, Suite 900 Coral Gables, FL 33134

ARTICLE IX - REGISTERED AGENT

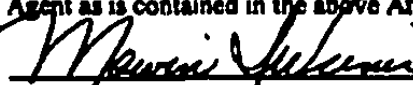
The street address of the initial Registered Office of this corporation shall be 2121 Ponce de Leon Boulevard, Suite 900, Coral Gables, Florida 33134 and the name of the initial Registered Agent at such address shall be Marvin I. Wiener.

IN WITNESS WHEREOF, the undersigned subscribing incorporator does hereby make, subscribe, acknowledge and certify that the foregoing Articles of Incorporation are true and correct and have hereunto set our hands and seals this 21st day of August, 1996.

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 (SEAL)
Liliana Sabin

The undersigned whose street address is 2121 Ponce de Leon Boulevard, Suite 900, Coral Gables, Florida 33134 accepts the designation as Registered Agent as is contained in the above Articles.


Marvin I. Wiener
Registered Agent

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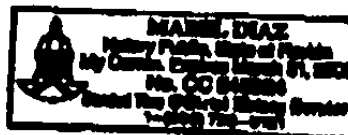
STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 21st day of August, 1996 by Lilliana Sabin, on behalf of the corporation. She is personally known to me did take an oath.


Notary Public, State of Florida

C:\OFFICE\WPWIN\COEF\PCCE\TAST.INC
18 SEP 02 09:4 @ 5:30 pm



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

FILED
96 AUG 26 PM 12:45
CLERK
CLERK

In compliance with §48.091, Florida Statutes, the following is submitted:

First - That SPBR Investment Corp. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Suite 900, 2121 Ponce de Leon Boulevard, Coral Gables, Florida 33134, has named Marvin I. Wiener, located at 2121 Ponce de Leon Boulevard, Suite 900, City of Coral Gables, Florida, as its agent to accept service of Process within Florida.

SIGNATURE: *Lillian Sabin*
Lillian Sabin

TITLE: President
DATE: August 22, 1996

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: *Marvin I. Wiener*
Marvin I. Wiener
Registered Agent

DATE: August 22, 1996

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