13.00 FISAS STRIPL 10 FISAS V (C. T. V

020	netw	orks

THARTING MESONGS ACCOUNT NO. 1 072100000032

DIVISION OF CORFORATION

REFERENCE + 1374271

COST LIMIT : \$ 70.00

ORDER DATE : September 3, 1996

ORDER TIME : 9:32 AM

ORDER NO. : 072385

CUSTOMER NO: 4374271

700001887487

CUSTOMER: Ms. Robin Willner

HERZFELD & RUBIN

Suite 1501

801 Brickell Avenue Miami, FL 33131

DOMESTIC FILING

NAME:

ELSA BENITEZ, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

26 SEP -3 PHI2: 10

ARTICLES OF INCORPORATION OF

ELSA BENTTEZ, INC.

ARTICLE I

The name of the corporation is **ELSA BENITEZ, INC.**, having its principal office located at: 8180 S.W. 47th Avenue, Miami, Florida 33142.

ARTICLE II

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

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT: ROBIN I. WILLNER, Esq.

REGISTERED OFFICE: c/o Herzfeld & Rubin

801 Brickell Avenue

Suite 1501

Miami, Florida 33131

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT: ROBIN I. WILLNER

ARTICLE VI

run

The number of Directors constituting the initial Board of Directors of the Corporation is One

ARTICLE VII

The name and address of the members of the initial Board of Directors is: Elsa Benitez 8180 S.W. 47th Avenue Miami, Florida 33142

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is: Robin I. Willner, Esq.

Herzfeld & Rubin

801 Brickell Avenue
Suite 1501
Miami, Florida 33131

ROBIN I. WILLNER

STATE OF FLORIDA : COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared, who presented as identification or who presented is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official shall at Miami, Florida, this day of web, 1996.

Notary Public

YILAN RIVERO

YILAN RIVERO

OC 560170

C EOPIRES JUL 17, 2000

BONDED THAU

ATLANTIC BONDING CO., INC.