

1201 HAYS STREET
ATLANTA, GA 30309
904-222-0000
0000-112-0000
P96 0000 76929



PRESTIGE RAIL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 086859 136481A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 16, 1996

ORDER TIME : 12:15 PM

ORDER NO. : 086859

CUSTOMER NO: 136481A

CUSTOMER: Mr. Richard S. Astrom
NORTH BAY FINANCIAL, INC.

15925 Northwest 57th Avenue

Hialeah, FL 33014

SEP 16 1996
09/16/96--01039--019
***122.50 ***122.50

DOMESTIC FILING

NAME: LAFAYETTE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS:

RECEIVED
96 SEP 16 PM 1:59
DIVISION OF CORPORATION

9/16/96

ARTICLES OF INCORPORATION
OF
LAFAYETTE, INC.

SEP 16 1966
CLERK OF DISTRICT COURT
STATE OF FLORIDA
25 SEP 16 11 31 AM '66

The undersigned incorporator, who is of legal age, does hereby, for the purpose of forming a corporation under Florida Business Corporation Act, authorizing the formation of corporations, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be:

LAFAYETTE, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$6.00 par value.

ARTICLE IV

The corporation shall begin with \$600.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The principal place of business and mailing address of this corporation shall be:

15925 N.W. 57th Avenue
Miami, Florida 33014

ARTICLE VII

The number of directors constituting its Initial Board of Directors is 1, whose name and address is:

Yves Mario Cordon, 6637 N.W. 181st Terrace, Miami Lakes, FL 33015.

ARTICLE VIII

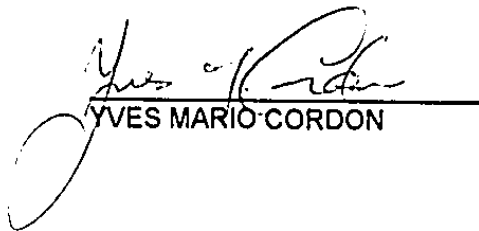
The name and street address for the incorporator to these Articles of Incorporation is:

Yves Mario Cordon, 6637 N.W. 181st Terrace, Miami Lakes, FL 33015.

ARTICLE IX

The name and address of the initial registered agent for this corporation is:
Yves Mario Cordon, 6637 N.W. 181st Terrace, Miami Lakes, FL 33015.

The undersigned incorporator has executed these Articles of Incorporation
this day of August, 1996.


YVES MARIO CORDON

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is

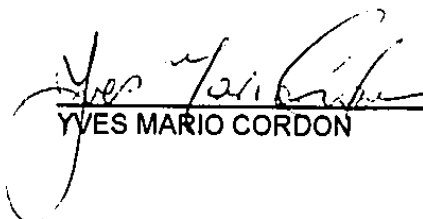
LAFAYETTE, INC.

2. The name and address of the registered agent and office is:

Yves Mario Cordon
6637 N.W. 181st Terrace
Miami Lakes, Florida 33015

65-5716-1713-30
STATE OF FLORIDA
DEPARTMENT OF REVENUE
TAX SERVICES DIVISION

Having 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 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.


YVES MARIO CORDON _____ date