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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 13, 1996

FEDERAL EXPRESS

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Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

W96-19712

509

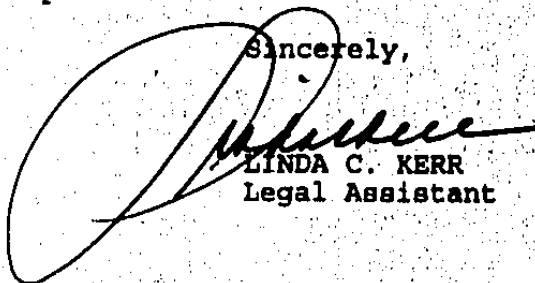
The Brambling Corporation

Ladies and Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fee.

Please return the certified copy of the Articles to me in the enclosed prepaid envelope.

Sincerely,



LINDA C. KERR
Legal Assistant

:lk

Enclosures

tk
9-26-96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 19, 1996

OLLE, MACAULAY & ZORRILLA, P.A.
ATTN: LINDA C. KERR
201 SOUTH BISCAYNE BLVD., 1402 MIAMI CTR
MIAMI, FL 33131

SUBJECT: THE BRAMBLING CORPORATION
Ref. Number: W96000019712

We have received your document for **THE BRAMBLING CORPORATION**, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent	
Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 596A00043280

**ARTICLES OF INCORPORATION
OF**

THE BRAMBLING CORPORATION
.....

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is THE BRAMBLING CORPORATION and its business mailing address is 1402 Miami Center, 201 South Biscayne Blvd., Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$.001 par value.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be 1402 Miami Center, 201 South Biscayne Blvd., Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Dennis J. Olle, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the sole director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Phil Bellino	1402 Miami Center 201 South Biscayne Blvd. Miami, Florida 33131

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Dennis J. Olle	1402 Miami Center 201 South Biscayne Blvd. Miami, Florida 33131



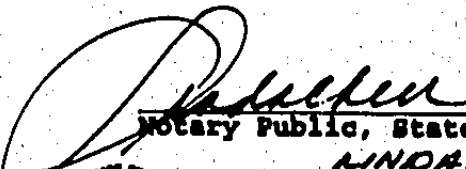
Dennis J. Olle, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing Articles of Incorporation were acknowledged before me this 13th day of September, 1996, by Dennis J. Olle, as Incorporator, who is personally known to me and who did take an oath.

My Commission Expires:


Notary Public, State of Florida
LINDA KERR (SEAL)

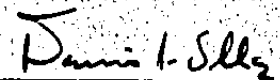


LINDA KERR
My Commission CC388418
Expires Dec. 01, 1997
Bonded by HAI
900-688-1888

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Brambling Corporation. , Dennis J. Olle agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: September 13, 1996.


Dennis J. Olle