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PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 112447 9453A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 8, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 112447

CUSTOMER NO: 9453A

CUSTOMER: Steven Jones, Esq
STEVEN L. JONES, ESQ

Suite 216
9999 Northeast 2nd Avenue
Miami Shores, FL 33138

DOMESTIC FILING

NAME: PALMCO PROPERTIES, 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: Deborah Schroder

EXAMINER'S INITIALS:

Dmc
10/8/96

500001967295
-10/08/96--01075--006
****122.50 ****122.50

FILED
96 OCT -8 PM 2:44
RECEIVED
96 OCT -8 AM 11:06
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PALMCO PROPERTIES, INC.

FILED

96 OCT -8 PM 2:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the provisions of the Florida Business Corporation Act, adopts the following Articles of Incorporation for said corporation:

ARTICLE I

The name of the Corporation is:

PALMCO PROPERTIES, INC.

ARTICLE II

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

ARTICLE III

The total number of shares of stock which may be issued by this corporation is One Hundred (100) shares of common stock at \$10.00 par value per share. All such stock may be payable in cash, property, labor or services at a just value to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

The principal office of the corporation shall be at 15101 Memorial Highway, Miami, Florida 33169.

ARTICLE VI

The name and street address of the initial Registered Agent is:

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

His acknowledgment and acceptance of said designation is attached.

ARTICLE VII

The number of Directors of this Corporation shall be not less than one (1).

ARTICLE VIII

The name and street address of the first Board of Directors of this Corporation, who shall hold office for the first year or until successors are chosen, shall be:

JON KANT
President/Director
15101 Memorial Highway
Miami, FL 33169

ARTICLE IX

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

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 7 day of October, 1996.

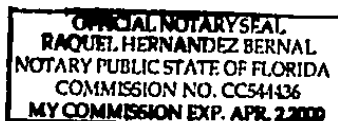
 (SEAL)
STEVEN L. JONES

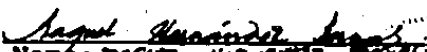
STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

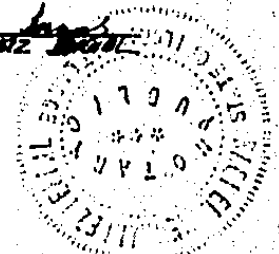
BEFORE ME, the undersigned authority, personally appeared STEVEN L. JONES, who is personally known or who produced _____ as identification, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and upon being first duly sworn, on oath, deposes and says, and did acknowledge before me that he is the party who executed and subscribed the foregoing Articles of Incorporation; did further acknowledge that said Articles are the act and deed of the signor and respectfully states that the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 7 day of October, 1996.

My Commission Expires:




Name: RAQUEL HERNANDEZ BERNAL
Notary Public
State of Florida



FILED

96 OCT -8 PM 2:44

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

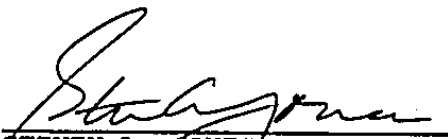
Pursuant to the provisions of Section 607.0501, Florida Statutes, PALMCO PROPERTIES, INC., organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida:

The name of the Corporation is PALMCO PROPERTIES, INC.

The name and street address of the Registered Agent and Office is:

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the 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.


STEVEN L. JONES

Date: October 7, 1996