

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000087465



PRESIDENTIAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 129656 82293A

AUTHORIZATION *Patricia Piguet*

COST LIMIT : \$ 131.25

ORDER DATE : October 23, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 129656-015

400001984224--0

CUSTOMER NO: 82293A

CUSTOMER: Almadeo Lopez-castro, Iii, Esq
MARTINEZ-ESTEVE, LOPEZ-CASTRO

Suite 304
901 Ponce De Leon Boulevard
Coral Gables, FL 33134

DOMESTIC FILING

NAME: TOP R US, 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
96 OCT 23 PM 2:57
DIVISION OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 23 PM 12:24
DIVISION OF CORPORATION

10.23.96
KR

ARTICLES OF INCORPORATION
OF
TOP R US, INC.

FILED
96 OCT 23 PM 3:57
NOTARY PUBLIC
STATE OF FLORIDA

The name of the Corporation is: TOP R US, INC.

ARTICLE I

The maximum number of shares of capital stock that the Corporation is authorized to issue is ONE HUNDRED (100) shares, at \$1.00 par value each share.

ARTICLE II

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

The name and street address of the Incorporator(s) signing these Articles of Incorporation is (are):

NAME

ADDRESS

PEDRO SANCHEZ

4792 SW 75th Avenue
Miami, Florida 33155

JOSE PORTO

4792 SW 75th Avenue
Miami, Florida 33155

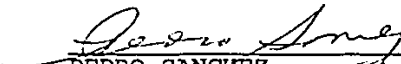
ARTICLE IV

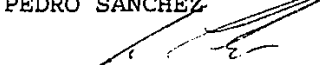
The principal office of the Corporation is: 4792 SW 75th Avenue, Miami, Florida 33155.

ARTICLE V

The street address of the initial registered agent of the Corporation is: 4792 SW 75th Avenue, Miami, Florida 33155 and the name of the initial registered agent of the Corporation is: PEDRO SANCHEZ.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 22 day of October, 1996.


PEDRO SANCHEZ

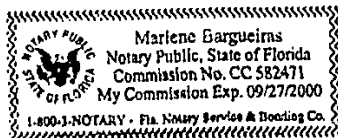

JOSE PORTO

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation was acknowledged before me this 22 day of October, 1996 by PEDRO SANCHEZ and JOSE PORTO, has produced a Florida Driver's License as identification and who did take an oath.


NOTARY PUBLIC


My Commission Expires:



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

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That TOP R US, INC. desiring to organize or qualify under the laws of the State of Florida, has named PEDRO SANCHEZ, with its registered agent's office located at 4792 SW 75 Avenue, Miami, Florida 33155, County of Dade, State of Florida to accept service of process within the State of Florida.



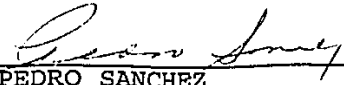
JOSE PORTO



PEDRO SANCHEZ

October 22nd, 1996

HAVING BEEN named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned HEREBY AGREES to act in said capacity, and FURTHER AGREES to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



PEDRO SANCHEZ

October 22nd, 1996

FILED
96 OCT 23 11 38 57
CLERK OF DISTRICT COURT
MAYAMOTTE COUNTY, FLORIDA