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PLEASE DIRECT ALL MAIL
TO HOLLYWOOD OFFICE

October 28, 1996

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

RE: Articles of Incorporation
Levin Investments Co., Inc.

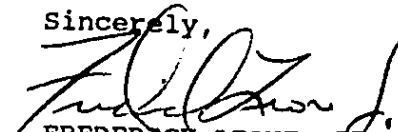
Dear Sir/Madam:

We have prepared and enclose herein two (2) originals of the Articles of Incorporation of Levin Investments Co., Inc. Additionally, please find a check in the amount of One Hundred Twenty-Two Dollars and 50/100 (\$122.50) made payable to the Secretary of State representing your fee for filing said Articles of Incorporation.

Kindly file the enclosed Articles of Incorporation and return a certified copy of said Articles to our Hollywood offices.

If you have any questions with regard to the enclosed, please do not hesitate to contact our offices.

Sincerely,


FREDERICK LEONE, JR.
For the Firm

FL:nh
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV - 1 PM 12:59

D. BROWN NOV - 5 1996

ARTICLES OF INCORPORATION

OF

LEVIN INVESTMENTS CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -1 PM 12:59

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract pursuant to the provisions of Chapter 607, Florida Statutes, for the purpose of establishing a corporation, does hereby declare the following:

ARTICLE I

NAME

The name of this corporation is LEVIN INVESTMENTS CO., INC.

ARTICLE II

PRINCIPAL OFFICE

The mailing address of this corporation shall be:

2 Estate Drive
Boynton Beach, Florida 33436

ARTICLE III

NATURE OF CORPORATE BUSINESS

This corporation may engage in any activity or business permitted under Florida law.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2 Estate Drive, Boynton Beach, Florida 33436. and the name of the initial registered agent of this corporation at that address is Larry Levin.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have 1 Director to hold office until the first annual meeting of stockholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the Director is:

Larry Levin
2 Estate Drive
Boynton Beach, Florida 33436.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Larry Levin
2 Estate Drive
Boynton Beach, Florida 33436.

ARTICLE IX
INDEMNIFICATION

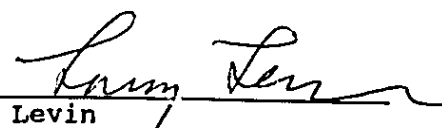
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 10/25, 1996


Larry Levin
President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -1 PM 12:59

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That LEVIN INVESTMENTS CO., INC. desiring to organize or
qualify under the laws of the State of Florida, with its principal
place of business at the City of Boynton Beach, State of Florida,
has named Larry Levin, 2 Estate Drive, Boynton Beach, Florida 33436
its agent to accept service of process within Florida.

SIGNATURE

TITLE

DATE

Larry Levin
10/25/96

Having been named to accept service of process for the above-
stated corporation, at the place designated in this Certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all Statutes relative to the proper and
complete performance of my duties.

SIGNATURE

DATE

Larry Levin
10/25/96