

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-200-0393 FAX

800-342-8086

P96000102833



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 195887 148904A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 19, 1996

ORDER TIME : 2:40 PM

ORDER NO. : 195887-005

CUSTOMER NO: 148904A

700002034487--8
-12/20/96--01003--024
****122.50 ****122.50

CUSTOMER: Mr. Dennis L. Reeber
REEBER & LIVIGNE ASSOCIATES,
INC.
2185 N. Powerline Road, S.w.

Pompano Beach, FL 33069-1206

DOMESTIC FILING

NAME: L'AMAZON, INC.

FILED
96 DEC 19 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME IS A PROPER NAME AND CANNOT BE TRANSLATED

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:

RECEIVED
96 DEC 19 PM 4:10
DIVISION OF CORPORATION

12-23-96
KR

26758
12/20/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 20, 1996

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301-2607

SUBJECT: L'AMAZON LTD, INC.
Ref. Number: W96000026758

RESUBMIT
Please give original
submission date as file date

We have received your document for L'AMAZON LTD, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A000568

RECEIVED
96 DEC 20 PM 4:19
DIVISION OF CORPORATION

FILED
96 DEC 19 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES of INCORPORATION
OF**

L'AMAZON, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

L'AMAZON, INC.

The principal place of business of this corporation shall be 2234 N Federal Highway, Suite 432 Boca Raton, Florida 33431; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2234 N Federal Highway, Suite 432 Boca Raton, Florida 33431; and the first registered agent of the corporation is Michelle L. Woolley.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Michelle L. Woolley, Director
2234 North Federal Highway, Suite 432
Boca Raton, Florida 33431

ARTICLE VII. INCORPORATOR

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

Michelle L. Woolley, President
2234 North Federal Highway
Boca Raton, Florida 33431

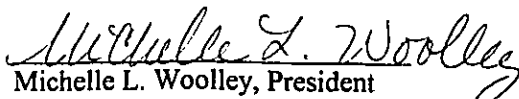
ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.


IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 17th day of December, 1996.


Michelle L. Woolley, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michelle L. Woolley Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 17th day of December, 1996.


NOTARY PUBLIC



DENNIS L. REEDER
MY COMMISSION # 00280048 EXPIRES
JAN 28, 1997
BONDED THRU TROY FARM INSURANCE, INC.

**ACCEPTANCE of REGISTERED AGENT DESIGNATED
IN ARTICLES of INCORPORATION**

I HEREBY ACCEPT the appointment as the initial registered agent of L'AMAZON, INC.
made in the foregoing Articles of Incorporation.


Michelle L. Woolley, President

12-17-96
DATE

FILED
96 DEC 19 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA