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SHEILA ANDERSON  
11481 NW 45TH STREET  
CORAL SPRINGS, FLORIDA 33065  
(954) 345-2621

January 15, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32399

Re: B.R.T. MANAGEMENT COMPANY, INC.

FOUR SEASONS SUNSHINE CORPORATION, INC.

500002062135--0  
-01/17/97--01089--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed please find original Articles of Incorporation and one copy for each of the above referenced along with two separate checks for \$70 each for return stamped copy.

Please forward the same to me for both corporations in the enclosed stamped EXPRESS MAIL envelope as soon as possible.

Your prompt attention to these filings is most appreciated.

Very truly yours,

*Sheila Anderson*

SHEILA ANDERSON  
for B.R.T. MANAGEMENT COMPANY, INC  
for FOUR SEASONS SUNSHINE CORPORATION, INC.

FILED  
97 JAN 17 AM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures/

1/23/97  
JH

ARTICLES OF INCORPORATION  
OF  
B. R. T. MANAGEMENT COMPANY, INC.

FILED  
97 JAN 17 AM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to incorporate under the laws of the State of Florida, hereby submit the following:

ARTICLE I

The name of the corporation is  
B. R. T. MANAGEMENT COMPANY, INC.

ARTICLE II

The general purpose for which the corporation is organized is to engage in any lawful business permitted for corporations under the Florida General Corporation Act.

ARTICLE III

The duration of the corporation is perpetual.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one hundred. The par value of each share shall be one dollar. The shares shall be of a single class.

ARTICLE V

The street address of the corporation's principal place of business is 9045 La Fontana Boulevard, Suite C 2  
Boca Raton, FL 33434

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ARTICLE VI

The Registered Agent for the corporation is  
TRACY GINNA whose address is 9045 La Fontana Boulevard, Suite C 2  
Boca Raton, Fl 33434.

ARTICLE VII

The number of directors constituting the initial Board  
of Directors is THREE. The names and addresses of the  
persons who are to serve as members of the initial Board of

Directors are: BRUCE MARGO  
RAFAEL RIOS  
TRACY GINNA  
at 9045 La Fontana Boulevard  
Suite C 2  
Boca Raton, Florida 33434

ARTICLE VIII

The names and addresses of the incorporators of the  
corporation are: BRUCE MARGO  
RAFAEL RIOS  
TRACY GINNA  
at 9045 La Fontana Boulevard  
Suite C 2  
Boca Raton, Florida 33434

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IN WITNESS WHEREOF, the undersigned incorporators  
have executed these Articles of Incorporation this 14<sup>th</sup> day  
of January, 1997.

Bruce Margo  
BRUCE MARGO

Rafael Rios  
RAFAEL RIOS

Tracy Ginna  
TRACY GINNA

STATE OF FLORIDA       )  
                                  )  
COUNTY OF PALM BEACH )       SS

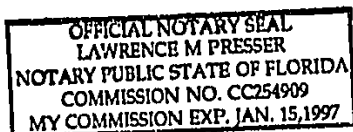
BEFORE ME, a Notary Public duly authorized to take  
acknowledgements in the State and County set forth above,  
personally appeared BRUCE MARGO, RAFAEL RIOS and TRACY GINNA  
known to me to be the persons who executed the foregoing  
Articles of Incorporation, and they acknowledged before me that  
they executed those Articles of Incorporation.

WITNESS my official hand and seal in the State and  
County aforesaid this 14 day of January, 1997.

My Commission Expires:

Lawrence M. Presser  
Notary Public

LAWRENCE M. PRESSER

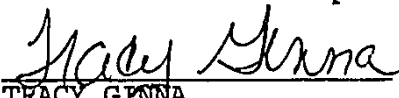


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The following is submitted pursuant to Chapter  
Florida Statutes:

That B. R. T. MANAGEMENT COMPANY, INC., desiring  
organize under the laws of the State of Florida, with its  
principal office as indicated in the Articles of Incorporation in  
the City of Boca Raton, County of Palm Beach, State of Florida, has  
named TRACY GINNA, as its agent to accept service of process  
in this State.

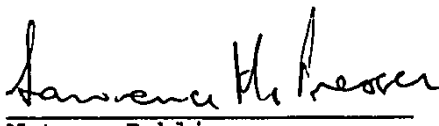
ACKNOWLEDGEMENT: Having been named to accept service  
of process for the above stated corporation at the place  
designated in the Articles of Incorporation, I hereby accept to  
act in that capacity and agree to comply with the provisions of  
the Florida Corporation Act regarding keeping said corporation's  
registered office open.

  
TRACY GINNA  
Registered Agent

Sworn to, subscribed and acknowledged before me by  
TRACY GINNA, this 14<sup>th</sup> day of January, 1997.

My Commission Expires:

OFFICIAL NOTARY SEAL  
LAWRENCE M PRESSER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC254909  
MY COMMISSION EXP. JAN. 15, 1997

  
Notary Public

LAWRENCE M. PRESSER

FILED  
97 JAN 17 AM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA