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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: 8520 SCHOOL HOUSE ROAD, INC.

AUDIT NUMBER.....H97000001346

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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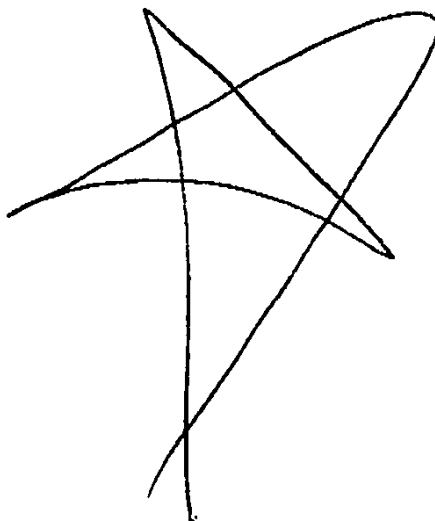
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ARTICLES OF INCORPORATION

OF

8520 SCHOOL HOUSE ROAD, INC.

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TALLAHASSEE, FLORIDA
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(4)

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is 8520 School House Road, Inc. (the "Corporation").
- SECOND:** The street address of the initial principal office and mailing address of the Corporation is 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- THIRD:** The Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH:** The name and address of the incorporator of the Corporation is: Marwin S. Cassel, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is:

Marwin S. Cassel
201 S. Biscayne Boulevard
Suite 3000
Miami, Florida 33131

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Marwin S. Cassel
Florida Bar Number 0012723
Broad and Cassel
Miami Center, Suite 3000
200 South Biscayne Boulevard
Miami, Florida 33131

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EIGHTH: The corporate existence of the Corporation shall commence on January 23, 1997.

NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of January, 1997.


Marwin S. Cassel, Incorporator

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ACCEPTANCE OF APPOINTMENT

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OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: 
Linda C. Frazier, Vice President

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