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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN

PHONE: (305) 358-2571

FAX #: (305) 358-7832

NAME: AMB SUNSHINE ENTERPRISES, INC.

AUDIT NUMBER.....H97000002192

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

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

Article 1: Name of the Corporation: AMG SUNSHINE ENTERPRISES, INC.
Address of the Corporation: 19441 NE 19th COURT
NORTH MIAMI BEACH, FL 33179

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Article 1: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 2: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
19441 NE 19th COURT, NORTH MIAMI BEACH, FL 33179
and the name of the initial registered agent at such address is ALEJANDRO A. GUTMAN

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent

2/6/97
Date

Article 3: The board of directors are as follows:

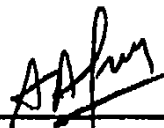
The name and address of the Initial Director : (All persons listed after the first are additional directors)

1. ALEJANDRO A. GUTMAN 19441 NE 19TH COURT, NORTH MIAMI BEACH, FL 33179
MARC A. GUTMAN 2641 NE 164TH STREET, NORTH MIAMI BEACH, FL 33160

Article 4: The Name and address of the incorporator is:

ALEJANDRO A. GUTMAN 19441 NE 19TH COURT, NORTH MIAMI BEACH, FL 33179

In witness whereof I have subscribed my name



Signature of Incorporator

H97-2192

Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571