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PLEASE RETU	RN THE FOLLOWING AS PRO	OF OF FILING:		
XX PLA	TIFIED COPY IN STAMPED COPY TIFICATE OF GOOD STANDI	NG		
CONTACT PER	SON: Unassigned			

FEB 2 5 1997 K.R.

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF

RIUTEL ORLANDO, 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:

RIUTEL ORLANDO, INC.

The address of the principal office of this corporation shall be c/o Post Office Box 8020, Hallandale, Florida 33008, and the mailing address of the corporation 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 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Gary L. Brown.

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 and 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 names and addresses of the initial members of the Board of Directors are:

Luis Riu, Jr. Dir. c/o Post Office Box 8020 Hallandale, Florida 33008

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Luis Riu, Jr. Pres./Treas.

c/o Post Office Box 8020 Hallandale, Florida 33008

Carmen Riu Guell Sec.

Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 21, 1997.

CORPORATION SERVICE COMPANY

By: So. A heale

Its Agent, Gail Shelby

HBD/TCH

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

GARY L. BROWN , an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

RIUTEL ORLANDO, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

NAME: GARY L. BROWN

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