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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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FAX #:

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FROM: INCORPORATORS PLUS, INC.
105114002375

ACCT#:

CONTACT: MICHAEL HELLER
PHONE: (954) 475-8484

FAX #:

(954) 475-1125

~~Edgewater Rentals, Inc.~~ 601 Edgewater Drive, Inc.

NAME: EDGEWATER, INC.

AUDIT NUMBER.....H97000005051

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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15*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1997

INCORPORATORS PLUS

SUBJECT: 61 EDGEWATER DRIVE, INC.
REF: W97000007134

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE PUT THE CITY IN THE REGISTERED AGENT'S ADDRESS IN ARTICLE VI & ON THE REGISTERED AGENT CERTIFICATE.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H97000005051
Letter Number: 797A00015566

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H9700005051

ARTICLES OF INCORPORATION
OF
61 Edgewater Drive, Inc.
a Florida corporation

3/26/97

The undersigned, acting as incorporator of 61 Edgewater Drive, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

61 Edgewater Drive, Inc.

ARTICLE II. ADDRESS

The corporation's mailing address is:

737 Valencia Avenue
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective March 26th, 1997.

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is One SE Third Avenue, Suite 1860, Miami, FL 33131 and the name of the corporation's initial registered agent at that address is Reiser & Allison, P.A..

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 2 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 2. The name(s) of the initial director(s):

Name

Ronny Beda
Fernando E. Menoyo

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 26th day of March, 1997

Incorporators Plus, Inc.:

By: 
Eve Schwartz
Office Manager

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

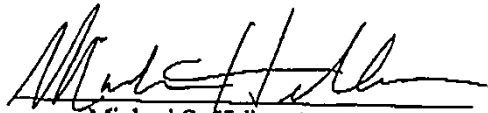
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That 61 Edgewater Drive, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at One SE Third Avenue, Suite 1860 , Miami, FL 33131, has named Reiser & Allison, P.A., as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Reiser & Allison, P.A.
One SE Third Avenue, Suite 1860 , Miami, FL 33131



Michael S. Heller, Attorney-In-Fact
Reiser & Allison, P.A.

Date: March 26th 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Incorporators Plus, Inc.
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Plantation, Florida 33322
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