

LAW OFFICE

*Antonio E. Alonso*

FIRST UNION BANK OF CORAL WAY  
1699 CORAL WAY, SUITE 315  
MIAMI, FLORIDA 33145

TELEPHONE:  
(305) 858-7452

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(305) 856-1959

March 28, 1997

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-04/01/97--01056--002  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of SOUTHERN REGIONAL  
MANAGEMENT, INC.

Dear Gentleman or Madam:

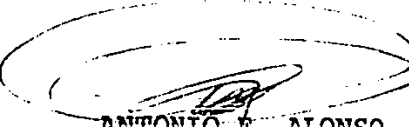
Enclosed please find a check in the amount of \$122.50, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315  
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,

  
ANTONIO E. ALONSO, ESQ.

\$ 35.00 - Filing Fees  
52.50 - Certified Copy  
35.00 - Registered Agent Designation  
\$122.50

APR 2

FILED  
97 APR -1 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SOUTHERN REGIONAL MANAGEMENT, INC.

**FILED**  
97 APR -1 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:  
**SOUTHERN REGIONAL MANAGEMENT, INC.**

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting  
any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100)  
shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this  
corporation is:

16106 Opal Creek Drive  
Weston, Florida 33331

The name of the initial registered agent of this corporation  
at that address is:

PEDRO C. PEREZ

**ARTICLE VI MAILING ADDRESS**

The mailing address of the corporation is:

16106 Opal Creek Drive  
Weston, Florida 33331

**ARTICLE VII INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of director may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and post office address of the members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
PEDRO C. PEREZ	12480 S.W. 106th Street Miami, Florida 33186
FELIPE J. GONZALEZ	16106 Opal Creek Drive Weston, Florida 33331

**ARTICLE VIII INCORPORATORS**

The name and post office address of the subscriber of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
PEDRO C. PEREZ	12480 S.W. 106th Street Miami, Florida 33186

**ARTICLE IX AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is

subject to this reservation.

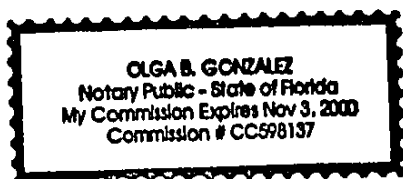
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26th day of March, 1997.

  
INCORPORATOR: PEDRO C. PEREZ

STATE OF FLORIDA     )  
                              ( SS  
COUNTY OF DADE     )

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared PEDRO E. PEREZ, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed his official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): Valid Florida Driver's License and that an oath (was) (was not) taken, this 26th day of March, 1997.




My Commission Expires:

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
PEDRO C. PEREZ  
Registered Agent

Dated: March 26, 1997

FILED  
97 APR -1 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA