P97000053913 TRANSMITTAL LETTER

June 13, 1997

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

800002212378--2 -06/16/97--01017--014 ****122.50 ****122.50

Re: OZROC RESOURCES, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the address below.

Sincerely,

Maria Corzo

c/o Michael W. Dwyer 5965 Southwest 8th Street Miami, Florida 33144

1-305-264-4456

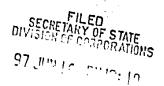
Encl: (1) copy of Articles

check for \$ 122.50

Self Addressed Stamped envelope

SECRETARY OF STATE
WOOD OF THE PORT OF STATE

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ARTICLES OF INCORPORATION OF OZROC RESOURCES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: OZROC RESOURCES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

OZROC RESOURCES, INC. 9220 Calusa Club Drive West Miami, Florida 33186

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the registered agent and the street address of the initial registered office of the corporation shall be:

MICHAEL W. DWYER 5965 Southwest 8th Street Miami, Florida 33144

ARTICLE V INCORPORATORS

The name and address of the incorporators are:

MARIA CORZO 9220 Calusa Club Drive West Miami, Florida 33186

ERNEST CORZO 9220 Calusa Club Drive West Miami, Florida 33186

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 13th day of JUNE, 1997.

Incorporator:

MARIA CORZO - signature

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was executed and acknowledged before me this 13th day of June, 1997, by MARIA CORZO, who is personally known by me Michael Dwyer, a notary public for the State of Florida.

MICHAEL W DWYER My Commission CC508999 Expires Oct. 286, 1999

Notary Public

State of FLORIDA

My Commission Expires: OCT. 26, 1999.

October 26, 1999

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF § 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: OZROC RESOURCES, INC.
- 2. The name and address of the registered agent and office is:

Michael W. Dwyer 5965 Southwest 8th Street Miami, Florida 33144

ACCEPTANCE:

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent:

MICHAEL DWYER - Signature

date