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RUBIN BAUM & LEVIN

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FLORIDA DIVISION OF CORPORATIONS

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FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN
PHONE: (305) 374-7580
(305) 350-2446

FAX #:

NAME: 9200 SUNSET, INC.

AUDIT NUMBER.....H97000011324

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
9200 SUNSET, INC.

ARTICLE I - NAME

The name of this corporation is 9200 Sunset, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

8700 West Flagler Street
Suite 250
Miami, FL 33174.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

8700 West Flagler Street
Suite 250
Miami, FL 33174.

and the name and address of the initial registered agent of this corporation are:

Name

Address

Marc J. Stone

8700 West Flagler Street
Suite 250
Miami, FL 33174.

This instrument prepared by:
Shelda R. Sahandy, Esq.
Florida Bar No. 0059927
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZTM
2500 First Union Financial Center
Miami, Florida 33131-2336
Telephone: 305-374-7580

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Fax Audit No. H97-000011324 5ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two (2) people. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than two. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
William Cruz	8700 West Flagler Street Suite 250 Miami, FL 33174.
Ralph Cruz	8700 West Flagler Street Suite 250 Miami, FL 33174.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator are:

<u>Name</u>	<u>Address</u>
Marc J. Stone	8700 West Flagler Street Suite 250 Miami, FL 33174.

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

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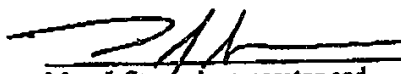
ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director and incorporator, or any former officer, director and incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 10th day of July, 1997.


Marc J. Stone, Incorporator and
Registered Agent

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