

**PARALEGAL FREELANCING, INC.**

3121 PONCE DE LEON BLVD., CORAL GABLES, FLA. 33134

TEL: (305) 567-1113 FAX: (305) 444-2339

**ROGER M. CARLIER**  
President / Legal Assistant

July 14, 1997

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100002243331--1

-07/21/97--01128--003

\*\*\*\*122.50 \*\*\*\*122.50

Re : Incorporation of Amendment  
South Central, Inc.

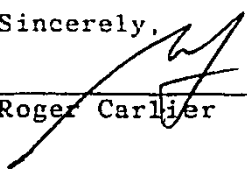
Dear Sir/Madam:

Enclosed please find original articles of incorporation and a copy in reference to the above-mentioned. Kindly incorporate said articles and return the certified copy to the undersigned.

I have also enclosed a check in the amount of \$ 122.50 to cover for your fees.

If you have any questions, please do not hesitate to contact me.

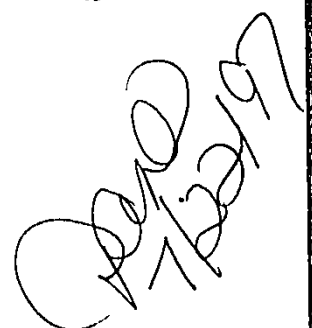
Sincerely,

  
\_\_\_\_\_  
Roger Carlier

/rc

Encl.

FILED  
97 JUL 21 AM 11:03  
SECRETARY  
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION  
OF  
SOUTH CENTRAL, INC.

97 JUL 21 AM 11:03  
FILED  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: SOUTH CENTRAL, INC. The principle place of business of this corporation shall be: 22339 SW 112 AVENUE, MIAMI, FLORIDA 33170.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 Shares  
at  
\$ 1.00 per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:  
PARALEGAL FREELANCING, INC.  
Roger Carlier  
3121 Ponce De Leon Blvd.  
Coral Gables, FL 33134

**ARTICLE V OFFICERS AND DIRECTORS**

The name(s) and street address(es) of the initial officer(s), who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

SUBHI WADI  
President / Secretary  
Vicepresident / Treasurer

**ARTICLE VI INCORPORATOR(S)**

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

SUBHI WADI  
6310 NW 26TH STREET  
SUNRISE, FLORIDA 33313

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 14th, day of July, 1997.

Subhi Wadi  
Subhi Wadi

STATE OF FLORIDA )

COUNTY OF DADE )

THE FOREGOING instrument was acknowledged and sworn to before me this 14th, day of July 1997 by Subhi Wadi, of Miami, Florida.

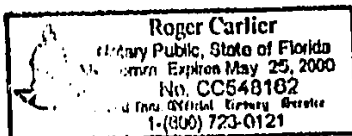
( ) Personally known by me

(X) Produced Florida driver license #W300-791-35-126-0

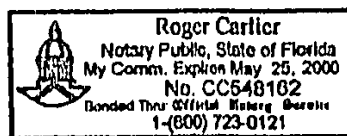
[Signature]  
Notary Public

My commission expires:

Seal:



- 2 -



CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organization 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: South Central, Inc.
2. The name and address of the registered agent and office is:

South Central, Inc.  
22339 SW 112 AVENUE  
Miami, Florida 33170

X Subhi Wadi  
Subhi Wadi  
Title: Registered Agent  
Date : 7-14-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature Subhi Wadi

Date: 7-14-97

FILED  
97 JUL 21 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA