

P97000064414

MARC A. KUPERMAN
ATTORNEY AT LAW
1320 SOUTH DIXIE HIGHWAY
SUITE 1180
CORAL GABLES, FLORIDA 33146

July 21, 1997

AREA CODE 305
TELEPHONE 683-3333
TELECOPIER 284-8700

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

RE: SOUTH FLORIDA PALMS, INC.

900002245119--0
-07/23/97--01078--003
****122.50 ****122.50

Gentlemen:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation of South Florida Palms, Inc.
2. Check in the sum of \$122.50 representing the filing fee for the Articles of Incorporation as well as for the return of a certified copy to me.

Thank you.

Sincerely yours,

Marc A. Kuperman

MARC A. KUPERMAN

MAK/pbb
Enclosures

WP:C:\WS\CORPORATIONS\SECRETARY.LTR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 23 AM 10:38

7-25-97
WS

ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA PALMS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 23 AM 10:38

Pursuant to the provisions of the Florida General Corporation Act, the undersigned incorporator hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation shall be SOUTH FLORIDA PALMS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be 10901 S.W. 93rd Court, Miami, Florida 33176.

ARTICLE III

NATURE OF BUSINESS

This Corporation is being formed to engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1320 South Dixie Highway, Suite 1180, Coral Gables, Florida 33146 and the name of the initial registered agent of this Corporation is Marc A. Kuperman.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have not less than one director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

HUBERT OSCAR SIBLEY, III	10901 S.W. 93rd Court Miami, Florida 33176
--------------------------	-----------------------------------------------

ARTICLE VIII

AMENDMENTS TO BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE IX

INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees and agents to the fullest extent permitted by the Florida General Corporation Act.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles is:

Hubert Oscar Sibley, III
10901 S.W. 93rd Court
Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation on this 21st day of July, 1997.

Hubert Oscar Sibley, III
INCORPORATOR

ACKNOWLEDGMENT

STATE OF FLORIDA)
 : SS
COUNTY OF DADE)

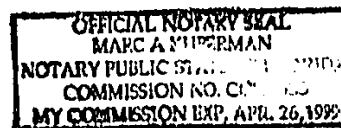
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Hubert Oscar Sibley, III, who is personally known to me, and is known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged and did take an oath before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 21st day of July, 1997.

Marc A. Kuperman
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

MARC A. KUPERMAN
Printed name of notary public

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for SOUTH FLORIDA PALMS, INC., at the place designated in these Articles of Incorporation, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

Marc A. Kuperman

MARC A. KUPERMAN
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 23 AM 10:38

WP: 87P-INC