

1) 488-5268

W. Grady ~~Butler~~

Telefax: (941) 488-5268

August 1, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GRAHAM INDUSTRIES INC.

ARTICLE I -- NAME

The name of this corporation is Graham Industries, Inc.

ARTICLE II -- DURATION

This corporation shall exist perpetually.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV -- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V -- CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par value of one (1) dollar per share.

ARTICLE VI -- PREEMPTIVE RIGHTS

Every share holder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same kind, class or series as that which he already holds at the price at which it is offered to all other shareholders.

ARTICLE VII -- INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 2444 Foster Lane, Sarasota, Florida 34239, and the

name of the initial registered agent of this corporation at that address is William B. Graham, III.

ARTICLE VIII -- MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction, of the shareholders of this corporation, the act of stockholders representing majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX -- INCORPORATOR

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

WILLIAM B. GRAHAM, III
2444 FOSTER LANE
SARASOTA, FLORIDA 34239

ARTICLE XI -- INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XII -- AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 31st day of July, 1997.


WILLIAM B. GRAHAM, III, INCORPORATOR

STATE OF FLORIDA

COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared WILLIAM B. GRAHAM, III, known to me and known by me to be the person signing these Articles of Incorporation, and WILLIAM B. GRAHAM, III, acknowledged before that he executed these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 31st day of July, 1997.


Notary Public

My Commission Expires:



Kimbra L. Kastor
My Commission CC588041
Expires Sep 20, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

GRAHAM INDUSTRIES, INC.

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That GRAHAM INDUSTRIES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Sarasota, County of Sarasota, State of Florida, has named WILLIAM B. GRAHAM, III, 2444 Foster Lane, Sarasota, Florida 34239, County of Sarasota, State of Florida, as its agent to accept service of process within the State of Florida.


WILLIAM B. GRAHAM, III

ACKNOWLEDGEMENT

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provision of law relating to keeping said office open.


WILLIAM B. GRAHAM, III

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: JOOU-JOUU CORPORATION

AUDIT NUMBER.....H97000012821

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

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PAGES..... 4

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FLORIDA DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

JOOU-JOOU CORPORATION

ARTICLE I-CORPORATE NAME

The name of this Corporation is : JOOU-JOOU CORPORATION

ARTICLE II- NATURE OF BUSINESS AND POWERS

The principal nature of the business to be transacted by this corporation is to engage in any business permitted under the Laws of the State of Florida, and specially in the business of owning and managing real estate property.

ARTICLE III.- CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is (1,000) shares of common stock having a per value of \$1.00) per share.

ARTICLE IV- TERMS OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V- REGISTERED AGENT AND PRINCIPAL OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be: Fidalina Urania Quiros, 452 West Flagler Street, Miami, Florida, 33130. The address of the principal office of this corporation shall be 452 West Flagler Street, Miami, Florida, 33130. The Board of Directors from time to time may move the Registered Office to any any other address in the State of Florida.

Prepared by: Pedro A. Puig Esq.
2250 S.W. 3rd Ave., Suite 201
Miami, FL 33129
(305) 854-5955
FBN 232246

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ARTICLE VI- BOARD OF DIRECTORS

This corporation shall have (2) directors(s) initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII- INITIAL DIRECTOR(S)

The name of the initial director(s) of this Corporation and their street addresses are:

NAME

ADDRESS

Julio Lee

130 SW 5 Avenue, Apt. 4
Miami, Fl. 33130

Fidelina Urania Quiroz

753 NW 12 Court
Miami, Fl. 33125

The persons named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII- INCORPORATOR

The name and street address of the person signing these Article of Incorporation as the Incorporator is:

NAME

ADDRESS

Fidelina Urania Quiroz

753 NW 12 Court
Miami, Fl. 33130

ARTICLE IX- AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stockholders

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entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator(s), have executed the foregoing Article of Incorporation on this 31th day of July 1997.

Isabelina C. Quiroz
INCORPORATOR

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Isabelina C. Quiroz
REGISTERED AGENT

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths, personally appeared, ^{FI064110A} Urania Quiroz, the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation, on this 31 day of July 1997, and showed as identification FLORIDA DRIVER'S LICENSE

Pedro A. Pung
NOTARY PUBLIC AT LARGE
STATE OF FLORIDA

MY COMMISSION EXPIRES:



PEDRO A PUNG
My Commission Expires
Expires Sept. 10, 1997
Bonded by K&N
000-423-1820

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