

8/28/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CORRADINO SUBSIDIARY CORPORATION, INC.
AUDIT NUMBER.....H97000014302
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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**ARTICLES OF INCORPORATION
OF
CORRADINO SUBSIDIARY CORPORATION, INC.**

ARTICLE I. NAME

The name of this corporation is:

CORRADINO SUBSIDIARY CORPORATION, INC.

ARTICLE II. DURATION

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock having no par value.

Prepared By: Barry M. Boren, Esq.
9200 S. Dadeland Blvd. #412
Miami, FL 33156 (305) 670-2200

(FBN. 247286)

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ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 and the initial registered agent of this Corporation at such office shall be BARRY M. BOREN, ESQ., who, upon accepting this designation, agrees to comply with the provisions of Section 48.091, Fla. Stat. as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI. PLACE OF BUSINESS

The principal place of business of this Corporation shall be 4055 N.W. 97th Avenue, Miami, Florida 33178 and the mailing address of this Corporation shall be the same.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of no less than one (2) members and no more than five (5) members.

Brian J. Mirson
4055 N.W. 97th Ave.
Miami, Florida 33178

Mr. Joseph C. Corradino
1st Trust Center
200 So. 5th Street, #300-North
Louisville, Kentucky 40202

ARTICLE VIII. INCORPORATOR

The name and mailing address of the Incorporator signing these Articles of

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Incorporation is:

BARRY M. BOREN, ESQ.
9200 So. Dadeland Blvd. Suite 412
Miami, Florida 33156

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ARTICLE IX. INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of August, 1997.



BARRY M. BOREN

STATE OF FLORIDA)
 SS.
COUNTY OF DADE)

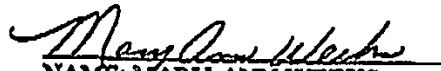
BEFORE ME, the undersigned authority, personally appeared BARRY M. BOREN, to me well known and is the individual described therein and who, as Incorporator, executed the foregoing Articles of Incorporation of CORRINO SUBSIDIARY CORPORATION, INC., and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS MY HAND and official seal at Miami, Dade County, Florida

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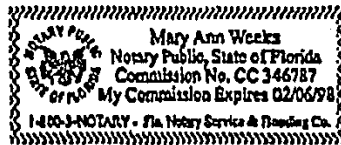
this 28th day of August, 1997.

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NAME: MARY ANN WEEKS
NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**


Pursuant to Florida Statutes §48.091, CORRADIO SUBSIDIARY CORPORATION, INC., desiring to organize under the laws of the State of Florida, hereby designates BARRY M. BOREN, ESQ., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for CORRADIO SUBSIDIARY CORPORATION, INC., at the place designated above in the Articles of Incorporation, BARRY M. BOREN, ESQ., agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes 48.091

DATE

8/28/97


BARRY M. BOREN, ESQ.

Registered Agent

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