

P 97000085610

Pedro P. Delgado
Comprehensive Bus. Serv
1320 S. Dixie Hwy, Ste. 220
Coral Gables, FL 33146

Wed Oct 1, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32314

Re: THE CORAL GABLES GROUP, INC.

Enclosed are original and one copy of the Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$70.00 representing the filing fee.

Please forward the certified copy of the charter to the undersigned upon issuance.

Sincerely,



Pedro P. Delgado,
Certified Public Accountant

500002310135--0
-10/02/97-01086-007
*****70.00 *****70.00

/wp
(305) 661-7576

Odalis GAVE
AUTHORIZATION BY PHONE TO
CORRECT cert. copy
DATE 10/3/97
DOC. EXAM. TM.

Enclosed is a Federal
Express Envelope and
pre-printed Airbill. Please
return the filed Corporation
back to us in this manner.

Thank You

TM-10/3/97

FILED
97 OCT -2 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE CORAL GABLES GROUP, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and executes the same for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is THE CORAL GABLES GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE AND POWERS

This corporation may engage or transact in 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 IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL CAPITAL

This corporation will begin business with at least Five Hundred Dollars (\$500.00) as capital.

FILED
97 OCT -2 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - PRINCIPAL OFFICE IN FLORIDA

The initial street address of this corporation in the State of Florida shall be:

1320 S. Dixie Highway, #932

Coral Gables, Fl 3314 6

The board of directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less

than one. Brian Halpern, Director
1280 S. Alhambra Circle, #2216, Coral Gables, FL 33146

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price which it is offered to others. The sale of stock by the shareholder shall be limited and governed by a shareholders agreement.

ARTICLE IX - OFFICERS

The name and address of the initial officer(s) of this corporation is(are):

Brian Halpern, President

1280 S. Alhambra Circle, #2216

Coral Gables, Fl 33146

ARTICLE X - SUBSCRIBERS

The name(s) of the person(s) signing these Articles of Incorporation as a subscriber(s), the number of shares he(she) agreed to take and the value of the consideration therefor is(are):

BRIAN HALPERN, 500 SHARES, \$500.00 CONSIDERATION.


The street address of the above subscriber(s) is(are):

1280 S. ALHAMBRA CIRCLE, #2216, CORAL GABLES, FL 33146

ARTICLE XI - INITIAL REGISTERED AGENT

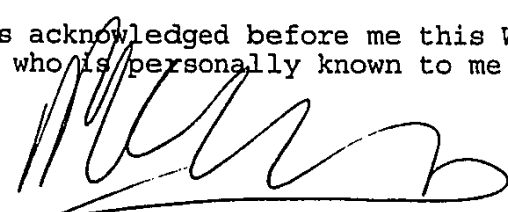
Pursuant to Florida Statue 607.114, THE CORAL GABLES GROUP, INC., with its principal office at 1320 S. Dixie Hwy., #932, Coral Gables, Fl 33146 has named as its initial registered agent PEDRO P. DELGADO, C.P.A., 1320 South Dixie Highway, Suite 220, Coral Gables, Fl 33146.

IN WITNESS WHEREOF, we, as subscribers, have executed the foregoing Articles of Incorporation as of Wed Oct 01, 1997.

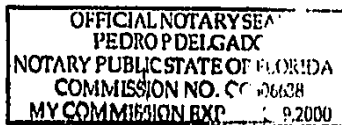
 (SEAL)

STATE OF FLORIDA }
COUNTY OF DADE }

The foregoing instrument was acknowledged before me this Wed Oct 01, 1997, by BRIAN HALPERN, who is personally known to me and who did not take an oath.



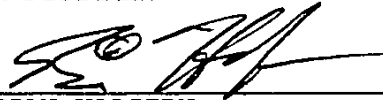
NOTARY PUBLIC, State of Florida at Large
Pedro P. Delgado
My Commission expires:



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

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--That THE CORAL GABLES GROUP, INC. desiring to organize or
qualify under the Laws of the State of Florida, with its
principal place of business at Coral Gables , State of Florida,
has named PEDRO P. DELGADO, C.P.A., located at 1320 South Dixie
Highway, Suite 220, Coral Gables, Fl 33146, as its agent to
accept service of process within Florida.

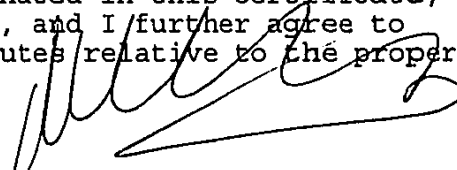


BRIAN HALPERN

TITLE PRESIDENT

DATE Wed Oct 01, 1997

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate,
I hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper
and complete performance of my duties.



PEDRO P. DELGADO-Registered Agent

DATE Wed Oct 01, 1997

FILED
97 OCT -2 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA