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10/23/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

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NAME: ALLIED MANAGEMENT CORPORATION
AUDIT NUMBER.....H97000017712
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

H97-17712

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation ALLIED MANAGEMENT CORPORATION
Address of Corporation One Southeast Third Avenue Suite 1500
Miami, Florida 33131

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of none. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT RICHARD A. BERKOWITZ
and ONE SOUTHEAST THIRD AVE. #1500
REGISTERED OFFICE: MIAMI, FLORIDA 33131

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

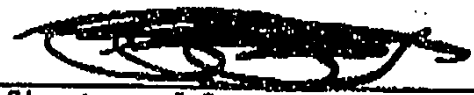

Signature of Registered Agent Date 10/20/97

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. RICHARD A. BERKOWITZ ONE SE THIRD AVE., #1500 MIAMI, FL 33131
2. RICHARD A. POLLACK ONE SE THIRD AVE., #1500 MIAMI, FL 33131
3. BARRY M. BRANT ONE SE THIRD AVE., #1500 MIAMI, FL 33131

Article 5: The Name and Address of the INCORPORATOR is:

RICHARD A. BERKOWITZ
ONE SE THIRD AVENUE #1500
MIAMI, FLORIDA 33131

In witness whereof I have subscribed my name


Signature of Incorporator

RICHARD A. BERKOWITZ

H97-17712

Prepared by:

ace INDUSTRIES, INC.

54 NW 11th Street

Miami, FL 33136

305-358-2571

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