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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: F & F SERVICES, INC.

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AUDIT NUMBER..... H97000018738

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

CERT. OF STATUS...0

PAGES..... (4)

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ARTICLES OF INCORPORATION OF F & F SERVICES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is F & F SERVICES, INC.

ARTICLE TWO CORPORATE DURATION

The duration of the corporation is to be perpetual.

ARTICLE THREE PURPOSE

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 10,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2232 S.W. 98 Place, Miami, Florida 33165.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2701 S.W. LeJeune Road, Suite 401, Coral Gables, Florida 33134, and the name of its initial registered agent at such address, is Jose R. Pujols.

> ARTICLE SEVEN DIRECTORS

Prepared By: Jose R. Pujols, Esq. (FBN 936911) 2701 S.W. LeJeune Road, Ste. 401 Coral Gables, Florida 33134 (305) 569-9533

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The number of directors constituting the initial board of directors of the corporation is Two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name

Address

Arlene M. Ferrer

2232 S.W. 98 Place

Miami, Florida 33165

Gloria Ferrer

2232 S.W. 98 Place

Miami, Florida 33165

ARTICLE EIGHT INCORPORATORS

The name and address of each incorporator is:

Name

Address

Jose R. Pujols

2701 S.W. Lejeune Road, Suite 401

Coral Gables, Florida 33134

ARTICLE NINE INDEMNIFICATION

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE TEN AMENDMENTS

These articles of incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHERETO, I, Jose R. Pujols, being the incorporator of this corporation, make and file these articles of incorporation this 6th day of Movember, 1997.

Jose R. Pujols, Incorporator

Prepared by:

Jose R. Pujols, Esq.

FBN.: 936911

2701 S.W. LeJeune Road, Suite 401

Coral Gables, Florida 33134

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

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT F & F SERVICES, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT:

2232 S.W. 98 Place Miami, Florida 33165

HAS NAMED JOSE R. PUJOLS, LOCATED AT 2701 S.W. LeJeune Road, Suite 401, Coral Gables, Florida 33134, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Jose R. Pujols, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Inco P Puinle

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SECRETARY OF STATE
TALLAHASSEF FLORID