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December 11, 1997

Plu ASAP

Attorneys' Title Insurance Fund, Inc.

Atten: Barbara Keys

660 East Jefferson Street

Suite 200

Tallahassee, Florida 32301

Re:

Douglas Station, Inc.

Our File No. 97-1233

Dear Ms. Keys:

DEC 15 PM 3: 50

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced entity together with a check payable to the Secretary of State in the sum of \$122.50 representing their fees for the following services:

Filing Fee \$35.00
Registered Agent Designation \$35.00
Certified Copy of Articles of Incorporation \$52.50.

Your processing fee of \$10.00 should be added to our account with The Fund. Our agent number is 5754.

Please call our office when the filed Articles are returned to you or if they cannot be filed for any reason. The certified copy of the Articles should be returned to our office by regular mail.

Thank you for your attention to the foregoing. If you require any additional information to process this request, please call us.

Sincerely.

Mitchel W. Roth

Enc.

ARTICLES OF INCORPORATION

OF

DOUGLAS STATION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DOUGLAS STATION, INC.

The address of the principal office of this corporation shall be 12907 s.W. 103rd Place, Miami, Florida 33176 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of common stock having No par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 16459 N.E. 6th Avenue, North Miami Beach, Florida 33162, and the name of the initial registered agent of the corporation at that address is Mitchel W. Roth.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 25 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII. BOARD OF DIRECTORS

The initial board of directors will consist of one person. The name and street address of the persons who will serve on the initial board of directors of the corporation are as follows:

Isabel Espin Fontecilla 12907 S.W. 103rd Place Miami, Florida 33176

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Isabel Espin Fontecilla 12907 S.W. 103rd Place Miami, Florida 33176

ARTICLE IX. INDEMNITY

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of December, 1997.

1 Esper Polici

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MEM STATION, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

MITCHEL W. ROTH

Registered Agent