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December 22

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-12/30/97--01051--012
***122.50 ***122.50


Re: Articles of Incorporation for
Johnstone, Inc.

Gentlemen:

Enclosed herewith are two (2) executed Articles of Incorporation of Johnstone Inc. along with a check in the amount of \$122.50. Please return a certified copy to the undersigned.

If there are any questions, please contact the undersigned.

Very truly yours,


Alberto A. Rodriguez

FILED
87 DEC 30 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03
12-31-97

ARTICLES OF INCORPORATION
OF
JOHNSTONE, INC.

FILED
97 DEC 30 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Johnstone, Inc. and its address is 11315 S.W. 134th Avenue, Miami, Florida 33186.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 100,000. Such shares shall be of a single class, and shall have .01 cent par value per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is 1200 Brickell Avenue, Suite 1680, Miami, Florida 33131 and the name of its initial registered agent at such address is Alberto A. Rodriguez, Esq.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the persons who is to serve as the member of the initial board of directors is:

David Johnstone
11315 SW 134th Avenue
Miami, Florida 33186

ARTICLE VII

Incorporator

The name and address of the Incorporator is:

Alberto A. Rodriguez
1200 Brickell Avenue
Suite 1680
Miami, Florida 33131

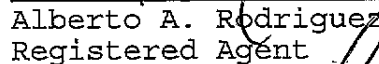
ARTICLE VIII

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Alberto A. Rodriguez,
Incorporator

~~Notary Public~~



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA