

BROAD AND CASSEL
ATTORNEYS AT LAW

P98000031220

MURRAY D. SHEAR, P.A.
MIKE SEGAL, P.A.
JEFFREY A. DEUTCH, P.A.
PATRICIA LEBOW, P.A.
C. KEN BISHOP, P.A.
ROBERT D. GATTON, P.A.
RICHARD B. MacFARLAND, P.A.
C. DAVID BROWN, II, P.A.
F. VERNON BENNETT
MARWIN S. CASSEL, P.A.
CLIFFORD I. HERTZ, P.A.
ARVIN J. JAFFE, P.A.
M. STEPHEN TURNER, P.A.
RALPH C. DATILLO, P.A.
DOUGLAS L. MANNHEIMER, P.A.
MARTIN R. PRESS, P.A.
MICHAEL A. DRIBIN, P.A.
ANTHONY W. PALMA, P.A.
ANDREW D. RAFKIN
CHARLES S. STRATTON, P.A.
JAMES E. SLATER, P.A.
WILLIAM C. PHILLIPPI, P.A.
ALAN S. LEDERMAN, P.A.
GABRIEL L. IMPERATO, P.A.
DAVID K. MILLER, P.A.
ROBERT T. ROSEN, P.A.
ANDREW COTZIN, P.A.

KELLY OVERSTREET JOHNSON, P.A.
RANDAL M. ALLIGOOD, P.A.
JAMES J. WHEELER, P.A.
JEFFREY F. GORDON
ANDREW B. THOMAS, P.A.
MARK D. TUCKER
THEODORE C. TAUB, P.A.
PETER M. CARDILLO, P.A.
JACK R. ELLIOTT, P.A.
VIRGINIA EASLEY JOHNSON, P.A.
JOSE I. ROJAS, P.A.
JOSE A. SANTOS, JR., P.A.
NINA S. GORDON, P.A.
STEVEN ELLISON
RONALD M. GACHE, P.A.
RICHARD N. MILIAN, P.A.
LENORE SCHILLER, P.A.
ANNE NOVICK BRANAN, P.A.
A. JEFFREY ROBINSON, P.A.
DALE S. BERGMAN, P.A.
MARSHALL S. HARRIS, P.A.
ROBERT E. JOHNSON, P.A.
DAWN LANKFORD BOWLING, P.A.
KATHLEEN L. DEUTSCH, P.A.
MICHAEL P. BENNETT, P.A.
THOMAS J. PALMIERI, P.A.
GARY W. JOHNSON, P.A.

CHRISTOPHER D. ROLLE, P.A.
MARIAN W. SCHLOW, P.A.
JODI L. CHASE
DEBRA K. SMETANSKI, P.A.
JAY ADAMS, P.A.
ROY S. KOBERT, P.A.
DOUGLAS E. STARCHER, P.A.
GARY E. LEHMAN, P.A.
KENNETH EDELMAN, P.A.
JODI B. LAURENCE, P.A.
JOYCE L. ELLEN
DONALD P. DUFRESNE
JEFFREY J. SUTER
MICHAEL P. NIDO, JR.
DAVID J. POWERS
JONATHAN J. ELLIS
GENE E. CRICK, JR.
KATHERINE CASTOR
SCOTT G. MILLER
JANE B. PALMER
FRANK H. HENRY
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ROBERT F. MALLETT
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EDGAR A. BENES
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ROSE PARISH-RAMON

PETER M. BERNHARDT
LEIGH ANN MURVIN
LINDA C. FRAZIER
STEVE WASERSTEIN
STEVEN J. SILVERMAN
DAVID F. LEON
R. AMY BLUM
MARINA L. FONTANI
RODGER HOCHMAN
KEVIN H. SUTTON
MICHAEL MANTHEI
LESTER J. PERLING
JENNIFER A. WINEGARDNER*
JANA M. YAW
CARL S. ROSEN
HOWARD M. ROBINSON
SCOT WARNER
MANUEL R. VALCARCEL, IV
ANDREA J. FOWLER
CAROLINE MONTANUS
LUANN M. DOMINGUEZ
TYRONE L. LUFMAN
ALBERTO de CARDENAS
TIM M. BENTER
ROBIN E. CARNEY
STEVEN J. HEWITSON
JULI L. SIMAS

SUITE 3000
MIAMI CENTER
201 South Biscayne Boulevard
MIAMI, FLORIDA 33131
(305) 373-9400
FAX (305) 373-9443

OF COUNSEL
SHEPARD BROAD
ALVIN CASSEL
NORMAN BROAD
I. BURTON SPRAKER
WILLIAM M. ROWLAND, JR., P.A.
WANDA L. BROWN
ALAN M. GERLACH
WILLIAM P. BURNS
JEANNE K. DAMIRGIAN
LOUIS WHITEHEAD, III

* Not Admitted in Florida
Writer's Direct Line: 373-94449

April 1, 1998

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****122.50 ****122.50

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE

04-01-98

Re: Mother Daughter Enterprises, Inc.

Dear Sir or Madam:

Enclosed for filing is an original and one copy of the Articles of Incorporation for "Mother Daughter Enterprises, Inc." Also enclosed is a check in the amount of \$122.50 to cover the cost of filing, the fee for registered agent designation and a certified copy.

Please return the filed copy to me in the enclosed self-addressed stamped envelope.

Very truly yours,

BROAD AND CASSEL

Cristina Armas

Cristina Armas
Legal Assistant

CA:mf
Enclosures

FILED
CLERK OF DISTRICT COURT
DIVISION OF CORPORATIONS
98 APR -2 AM 7:54

ARTICLES OF INCORPORATION

OF

MOTHER DAUGHTER ENTERPRISES, INC.

FILED
CLERK OF STATE
DEPT OF CORPORATION

98 APR -2 AM 7:54

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is MOTHER DAUGHTER ENTERPRISES, INC. (the "Corporation").

SECOND: The street address of the initial principal office and mailing address of the Corporation is 8790 S.W. 36 Street, Miami, Florida 33165.

THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

FOURTH: The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: Cristina Armas.

FIFTH: The name and address of the incorporator of the Corporation is: Cristina Armas, c/o 201 South Biscayne Boulevard, Miami Center, Suite 3000, Miami, Florida 33131.

SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

SEVENTH: The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial directors of the Corporation are:

Cristina Armas
8790 S.W. 36 Street
Miami, Florida 33165

EFFECTIVE DATE

04-01-98

Elvira Gutierrez
14224 S.W. 38 Terrace
Miami, Florida

EIGHTH: The corporate existence of the Corporation shall commence on April 1, 1998.

NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of April, 1998.

Cristina Armas
Cristina Armas, Incorporator

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Cristina Armas
Cristina Armas

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -2 AM 7:54