

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS

98 APR -9 AM 11:25

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Ashen Assets, Inc

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by:

DL *4-9-98* *9:15*

Name

Date

Time

Walk-In _____

Will Pick Up _____

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98 APR -9 AM 10:30
DIVISION OF CORPORATIONS

04-09-98

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ARTICLES OF INCORPORATION

98 APR -9 AM 11:26

OF

ASHEN ASSETS, INC.

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

ARTICLE I: NAME

The name of the corporation shall be:

ASHEN ASSETS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business or mailing address of this corporation shall be:

2800 S.W. Third Avenue
Miami, Florida 33129

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is One Thousand (1,000) common shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V: PURPOSE

The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business permitted under the laws of the State of Florida.

ARTICLE VI: OFFICERS-DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

John Cyril Malloy, III - President
Jennie S. Malloy - Secretary/Treasurer

ARTICLE VII: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

John Cyril Malloy, III
2800 S.W. Third Avenue
Miami, Florida 33129

Jennie S. Malloy
2800 S.W. Third Avenue
Miami, Florida 33129

ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent of the corporation in the State of Florida are:

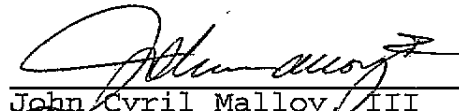
John Cyril Malloy, III
2800 S.W. Third Avenue
Miami, Florida 33129


ARTICLE IX: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

WHEREFORE, the undersigned incorporators have executed these Articles of Incorporation this 8th day of April, 1998.

Signatures of Incorporators



John Cyril Malloy, III


Jennie S. Malloy

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

I, HEREBY CERTIFY that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared JOHN CYRIL MALLOY, III and JENNIE S. MALLOY, to me known to be the persons described as the subscriber in and who each executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to those Articles of Incorporation.

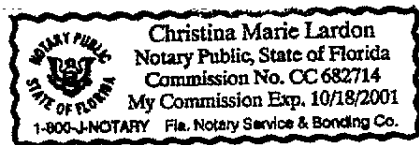
WITNESS my hand and official seal in the County and State above named on this 8 day of April, 1998.

Subscribed and sworn to before me
this 8 day of April, 1998.



Notary Public

My commission expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

98 APR -9 AM 11:26

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Ashen Assets, Inc.
2. The name and address of the registered agent and office is:

John Cyril Malloy, III
2800 S.W. Third Avenue
Miami, Florida

Signature: _____

Title: _____

Date: _____

[Handwritten Signature]
President
4-8-98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

Signature: _____

Date: _____

[Handwritten Signature]
4/8/98

Subscribed and sworn to before me
this 8 day of April, 1998.

Christina M. Lardon
Notary Public

