



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 785456 4303929

AUTHORIZATION :

Patricia Pizitz

COST LIMIT : \$ 122.50

ORDER DATE : April 17, 1998

ORDER TIME : 9:41 AM

ORDER NO. : 785456-005

CUSTOMER NO.: 4303929

CUSTOMER: Myrna Golinsky, Legal Asst
GREENBERG TRAURIG

1221 Brickell Avenue

Miami, FL 33131

600002492086--4

DOMESTIC FILING

NAME: ~~NEW VISTA CORPORATION~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (1) CERTIFIED COPY
XX (1) PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

*2544-
W98-8654*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 PM 9:20

DIVISION OF CORPORATIONS

97 APR 17 AM 10:45

11-1-98

4/22/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 PM 9:20

April 17, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT
Please give original
submission date as file date.

SUBJECT: NEW VISTA CORPORATION
Ref. Number: W98000008654

We have received your document for NEW VISTA CORPORATION and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00020769

RECEIVED
98 APR 21 PM 3:21
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

NEW VISTA GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 PM 9:20

ARTICLE I

The name of the corporation is NEW VISTA GROUP, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 15305 S.W. 73rd Court, Miami, FL 33157.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors who are to serve as the Corporation's director until their successors are duly elected and qualified are:

Walter D. Shealy III
1700 West 25th Street
Miami Beach, Florida 33140

Robert F. Ehrling
15305 S. W. 73rd Court
Miami, Florida 33157

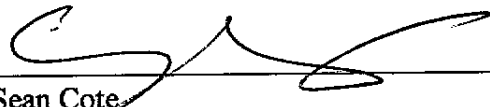
ARTICLE VII

The name of the Incorporator is Sean A. Cote and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16th day of April, 1998.



Sean Cote
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of NEW VISTA GROUP, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

By Karen B. Rozar
Karen B. Rozar, As Its Agent, Registered Agent

DATED: April, 16 1998.

MIAMI/NORMANM/945227/k9cb011.DOC/4/16/98

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