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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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NAME: MIAMI RIVER PARTNERS, INC.

AUDIT NUMBER.....H98000008395

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

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**ARTICLES OF INCORPORATION
OF
MIAMI RIVER PARTNERS, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Miami River Partners, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 200 South Park Road, Hollywood, Florida 33021.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

Prepared by: Barry E. Somerstein, Esq., FL Bar #0212563
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ARTICLE IV**ADDRESS OF REGISTERED OFFICE IN THIS STATE**


The street address of the initial registered office of this Corporation in the State of Florida is 200 South Park Road, Hollywood, Florida 33021 and the initial registered agent of this Corporation at that address shall be Theodore R. Stotzer.

ARTICLE V**INCORPORATOR**


The name and street address of the persons signing these Articles of Incorporation is:

Theodore R. Stotzer
200 South Park Road
Hollywood, Florida 33021

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 30th day of April, 1998.


Theodore R. Stotzer
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Theodore R. Stotzer
Registered Agent

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TALLAHASSEE, FLORIDA

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Prepared by: Barry E. Somerstein, Esq., FL Bar #0212563
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