



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 827474 4303929

AUTHORIZATION : *Patricia Pygott*

COST LIMIT : \$ 122.50

ORDER DATE : May 21, 1998

ORDER TIME : 10:29 AM

ORDER NO. : 827474-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Yolanda Rodriguez
GREENBERG TRAUIG

1221 Brickell Avenue

Miami, FL 33131

600002531586--6

DOMESTIC FILING

NAME: BEARER NEPTUNE OF FLORIDA, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 21 PM 12:56

RECEIVED
98 MAY 21 AM 11:30
DIVISION OF CORPORATIONS
[Signature] 5/21/98

ARTICLES OF INCORPORATION
OF
BEARER NEPTUNE OF FLORIDA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 21 PM 12:56

ARTICLE I

The name of the corporation is BEARER NEPTUNE OF FLORIDA, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is Miguel Cumplido Timponi, 9220 S.W. 102nd Street, Miami, Florida, 33176.

ARTICLE III

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

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$.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 the shares entitled to vote 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 one (1), and the name and address of the member of the initial Board of Directors who is to serve as the Corporation's director until his successors are duly elected and qualified is:

Miguel Cumplido Timponi,
9220 S.W. 102nd Street,
Miami, Florida, 33176

ARTICLE VII

The name of the Incorporator is Miguel Cumplido Timponi and the address of the Incorporator is 9220 S.W. 102nd Street, County of Miami-Dade, State of Florida, 33176.

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 20th day of May, 1998

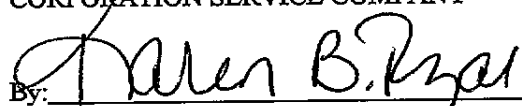


Miguel C. Timponi
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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

CORPORATION SERVICE COMPANY

By: 

Registered Agent

Karen B. Rozar, As Its Agent

DATED: 5-21, 1998.

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