MUHUH THE UNITED STATES **CORPORATION**

ACCOUNT NO.: 07210000032

REFERENCE: 829281 87253A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: May 22, 1998

ORDER TIME : 12:52 PM

ORDER NO. : 829281-015

CUSTOMER NO: 87253A

CUSTOMER: Seymour N. Singer, Esq

BLAXBERG GRAYSON & SINGER,

P.A.

Suite 730, Ingraham Building 25 Southeast Second Avenue

Miami, FL 33131-1506

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-05/22/98 -01107 --013 *****87.50 *****87.50

DOMESTIC FILING

PANTHER TOWER, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

NAME:

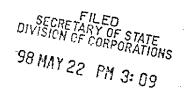
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF PANTHER TOWER, INC.



ARTICLE I.

Corporate Name

The name of this corporation shall be: Panther Tower, Inc.

ARTICLE II.

Nature of Corporate Business

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

Capital Stock

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

Initial Registered Agent And Initial Registered Office

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Blaxberg, Grayson & Singer, P.A., 25 S.E. 2nd Avenue, Suite 730, Miami, Florida 33131.

ARTICLE V.

Mailing Address Of Corporation

The Corporation's mailing address shall be: 155 South Miami Avenue, 11th Floor, Miami, Florida 33130.

ARTICLE VI.

Board Of Directors

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

Initial Director

The name and pe	ost office address	of the first Director	of the	Corporation is
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Name Daniel Sirlin Address

155 South Miami Avenue, 11th Floor

Miami, Florida 33130

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

Incorporator

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator

Address

Daniel Sirlin

155 South Miami Avenue, 11th Floor

Miami, Florida 33130

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

STATE OF FLORIDA	.)
	: SS
COUNTY OF DADE)

COUNTY OF DADE

BEFORE ME, the undersigned authority, appeared DANIEL SIRLIN, who is personally as identification, and acknowledged that known to me or who has produced _ he executed said Articles of Incorporation.

WITNESS my hand and seal in the State and County aforesaid, this ________ day of May, 1998.

Print Name: LOWARD Z.

My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Blaxberg, Grayson & Singer, P.A.

Title: Registered Agent

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