



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 856115 10072A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : June 15, 1998

ORDER TIME : 2:22 PM

ORDER NO. : 856115-005

CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq.
LAMBERTUS & LAMBERTUS

Suite 604
2929 East Commercial Boulevard
Fort Lauderdale, FL 33308

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 15 PM 3:07

DOMESTIC FILING

NAME: MIRAMAR SW, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

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6/15/98

ARTICLES OF INCORPORATION
OF
MIRAMAR SW, INC.

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THE UNDERSIGNED, for the purposes 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 **MIRAMAR SW, INC..** The principal office of the corporation is **7540 N.W. 5th Street, Suite One, Plantation, Florida 33317** and the mailing address of the corporation is **7540 N.W. 5th Street, Suite One, Plantation, Florida 33317.**

ARTICLE II
DURATION

The term of existence is perpetual.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is **600** shares and each share shall be the par value of **\$1.00**. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

ARTICLE IV
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is **2929 East Commercial Boulevard, Suite 604, Ft. Lauderdale, Florida 33308** and the name of the initial registered agent at that address is **ARTHUR W. LAMBERTUS**.

ARTICLE V
BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of **two (2)** members; but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-Laws of the corporation. The members of the Board of Directors need not be stockholders of the corporation.

The name and mailing address of each initial member of the first Board of Directors who shall hold office until the first annual meeting or until such member's successor is elected and qualified, are set forth below:

<u>NAME</u>	<u>ADDRESS</u>
Charles B. Serabian	7540 N.W. 5th Street Suite One Plantation, Florida 33317
John L. Giorgi	2415 N.W. 30 Street Boca Raton, Florida 33431

ARTICLE VI
INCORPORATOR

The name and mailing address of the Incorporator of the corporation is:

NAME

ADDRESS

Arthur W. Lambertus

**2929 East Commercial Boulevard
Suite 604
Ft. Lauderdale, Florida 33308**

ARTICLE VII
INDEMNIFICATION

This corporation shall indemnify any director, officer, employee or agent of the corporation to the fullest extent permitted by Florida law.

ARTICLE VIII
AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE IX
CONTROL SHARE ACQUISITIONS

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this 9 of June, 1998.

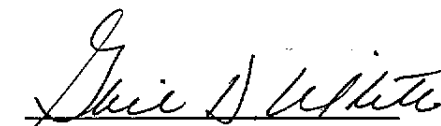


ARTHUR W. LAMBERTUS

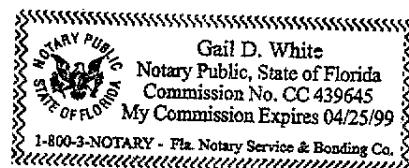
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an
officer duly authorized to administer oaths and take acknowledgments, **ARTHUR W.
LAMBERTUS**, who is personally known to me or who has produced a _____
as identification, and who executed the foregoing **Articles of Incorporation** and
acknowledged before me that he executed the same freely and voluntarily for the
purposes therein expressed, and who did take an oath.

WITNESS my hand and Official seal in Broward County, Florida this
9 day of June, 1998.



Notary Public, State of Florida
Printed Name:
My Commission Expires:



RESIDENT AGENT DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **MIRAMAR, SW, INC.**, desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business at **7540 N.W. 5th Street,
Suite One, Plantation, Florida 33317** has named **ARTHUR W. LAMBERTUS**
located **2929 East Commercial Boulevard, Suite 604, Ft. Lauderdale, Florida
33307** as its agent to accept service of process within Florida.

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.

INCORPORATOR:


ARTHUR W. LAMBERTUS

DATE: 6/8/88

REGISTERED AGENT:


ARTHUR W. LAMBERTUS

DATE: 6/9/88

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