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1957 Seventy First St.

Miami Beach, FL

3 3 1 4 1

305-867-8999

Fax: 305-867-8777

July 17, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Tropical Express of Dolphin Mall, Inc.

700002593187-7

-07/20/98--01078--020

****122.50 ****122.50

Dear Sir or Madam:

Enclosed you will find one original and one copy of Articles of Incorporation of the above-captioned entity. Please file these articles with the Department of State at your earliest convenience and return them, along with a certified copy in the self-addressed, stamped envelope provided.

Also enclosed is a check in the amount of \$122.50 which sum represents the fees for this request. Please contact me at the telephone number shown above with any questions or problems regarding this filing. Thank you in advance for your cooperation in this matter.

Sincerely,

Terri A. Hennessy
Terri A. Hennessy
Corporate Paralegal

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 20 PM 12:46

APPROVED
AND
FILED

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

98 JUL 20 PM 12:46

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TROPICAL EXPRESS OF DOLPHIN MALL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Corporate name

The name of the corporation is Tropical Express of Dolphin Mall, Inc., hereinafter referred to as the "Corporation."

ARTICLE II

Corporate Duration

The duration of the Corporation is perpetual, and the corporate existence is to commence upon filing hereof, pursuant to Florida Status Section 607.0203 (1991).

ARTICLE III

Purpose and Powers

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV

Capitalization

The aggregate number of shares the corporation is to issue is one-thousand (1,000) shares. Such shares shall be of a single common class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V

Registered Office, Agent and Principal Office

The street address of the initial registered office of the corporation is 4104 Aurora Street, Coral Gables, FL 33146. The name of the Corporation's initial registered agent at such address is Hing Yu Yeung. The principal office and mailing address of the Corporation is 4104 Aurora Street, Coral Gables, FL 33146.

ARTICLE VI
Directors

The number of directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the person who is to serve as a member of the initial Board of Directors is as follows:

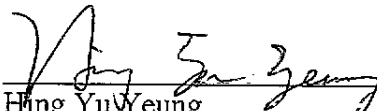
Hoi Sang Yeung
4104 Aurora Street
Coral Gables, FL 33146

ARTICLE VII
Incorporators

The name and address of the incorporator is:

Hing Yu Yeung
4104 Aurora Street
Coral Gables, FL 33146

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Florida on this the 24th day of June, 1998.



Hing Yu Yeung

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24th day of June, 1998 by Hing Yu Yeung who is personally known to me and who did not take an oath.

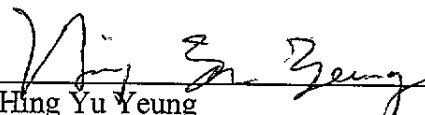


TERRI A. HENNESSY
MY COMMISSION # CC475649 EXPIRES
September 25, 1999
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public

ACKNOWLEDGEMENT OF APPOINTMENT AS REGISTERED AGENT

I am familiar with and accept the duties and responsibilities of registered agent for the above Corporation.


Hing Yu Yeung

APPROVED
AND
FILED

98 JUL 20 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA