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LAW OFFICE OF

O'NEAL & BOOTH, P.A.

Third Floor  
2900 East Oakland Pk. Blvd.  
Fort Lauderdale, Florida 33306

954-563-4803

PATRICK O'NEAL, ESQUIRE  
L. Byrd Booth, Jr. (1940-83)  
John P. Seiler, Of Counsel

Fax 563-4881

FILED  
98 SEP -2 AM 8:53  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

August 31, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32314

100002631291--7  
-09/02/98--01061--008  
\*\*\*\*122.50 \*\*\*\*122.50

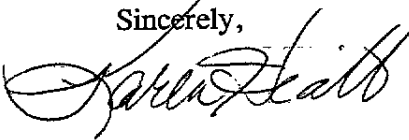
RE: The 8800 Club, Inc.

Ladies and Gentlemen:

Enclosed please find two original Articles of Incorporation, together with a check in the amount of \$122.50 for the filing fee. Please file and return one stamped copy to me in the enclosed envelope.

If you should have any questions please do not hesitate to contact me. Thank you for your cooperation.

Sincerely,



Karen Hiatt  
Secretary to PATRICK O'NEAL

PO/kh

enclosures

F. CHESSEB SEP 9 1998

**ARTICLES OF INCORPORATION**  
**OF**  
**THE 8800 CLUB, INC.**

**ARTICLE I - NAME**

The name of this corporation is:

**THE 8800 CLUB, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized pursuant to Florida Statutes 607 to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation is:

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TALLAHASSEE FLORIDA

THE 8800 CLUB, INC.  
8800 S. W. 56th Street  
Miami, FL 33165

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director is:

Maston G. O'Neal, Jr.  
P. O. Box 1292  
South Miami, FL 33143

**ARTICLE VIII - INCORPORATOR**

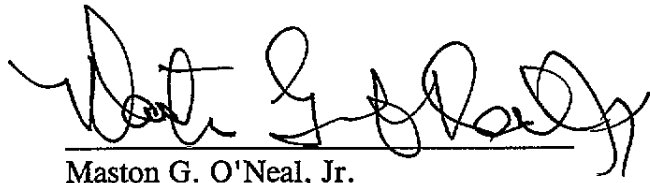
The name and address of the person signing these Articles is:

Maston G. O'Neal, Jr.  
P. O. Box 1292  
South Miami, FL 33143

**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend any provisions contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of August, 1998.

  
Maston G. O'Neal, Jr.

STATE OF FLORIDA     }  
                                  }  
COUNTY OF BROWARD   }

The foregoing instrument was acknowledged before me this 27 day of August, 1998, by

Maston G. O'Neal, Jr., who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.

  
Notary Public

Karen P. Hiatt

Print name of Notary

My Commission Expires:



KAREN P. HIATT  
MY COMMISSION # CC438955 EXPIRES  
March 12, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

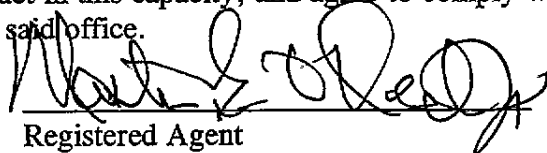
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **THE 8800 CLUB, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Maston G. O'Neal, Jr., located at 8800 S. W. 56th Street, Miami, FL 33165, County of Dade, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Registered Agent

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TALLAHASSEE FLORIDA