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October 13, 1998

Via FedEx

Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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****122.50 *****78.75

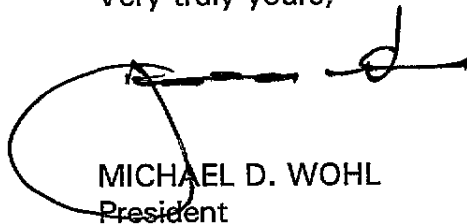
Re: Filing New Corporation – Timmy Time Enterprises, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Timmy Time Enterprises, Inc. which should be recorded in the State's Public Records. Also enclosed is this firm's check in the amount of \$122.50 representing your fees for filing and for a certified copy of the Articles, to be returned to the undersigned.

Thank you in advance for your assistance in this matter.

Very truly yours,


MICHAEL D. WOHL
President

Enclosures

Dmc
10-15-98

FILED
98 OCT 14 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2665 S. Bayshore Drive

Suite 202

Coconut Grove, FL 33133

Telephone (305) 858-9430

Fax (305) 859-9858

**ARTICLES OF INCORPORATION
OF
TIMMY TIME ENTERPRISES, INC.**

FILED
98 OCT 14 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is:

TIMMY TIME ENTERPRISES, INC.

ARTICLE II

The mailing address of the corporation is:

2665 South Bayshore Drive
Suite 202
Miami, Florida 33133

The address of the principal office is not known as of the date hereof.

ARTICLE III

The duration of this corporation is to be **perpetual**.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, without par value.

ARTICLE VI

The address of the initial registered office is 2665 South Bayshore Drive, Suite 202, Miami, Florida 33133. The name of the corporation's registered agent at such address is Michael D. Wohl, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The

certificate and written acceptance with respect to the registered office and registered agent appears at the conclusion of these Articles.

ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the by-laws, but shall not be fixed at less than one.

ARTICLE VIII

The number of directors constituting the initial board of directors is ONE, whose name and address is:

Michael D. Wohl
2665 South Bayshore Drive
Suite 202
Miami, Florida 33133

ARTICLE IX

The name and address of the Incorporator is Michael D. Wohl, South Bayshore Drive, Suite 202, Miami, Florida 33133.

ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, Michael D. Wohl, being the Incorporator of this corporation, make and file these Articles of Incorporation this 13 day of OCTOBER, 1998.



MICHAEL D. WOHL, Incorporator

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

IN COMPLIANCE WITH SECTION 48.091, AND CHAPTER 607, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

TIMMY TIME ENTERPRISES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED **MICHAEL D. WOHL**, AN INDIVIDUAL WHO RESIDES IN THE STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. MICHAEL D. WOHL'S BUSINESS OFFICE IS IDENTICAL WITH THE REGISTERED OFFICE HEREUNDER FOR SERVICE OF PROCESS, AS FOLLOWS:

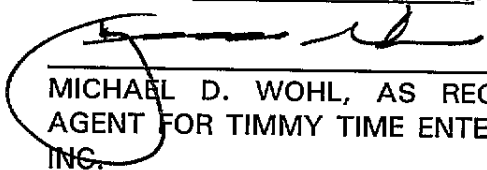
REGISTERED OFFICE AND REGISTERED AGENT:

2665 South Bayshore Drive,
Suite 202
Miami, Florida 33133
MICHAEL D. WOHL, REGISTERED AGENT

FILED
98 OCT 14 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN ACCEPTANCE BY AGENT

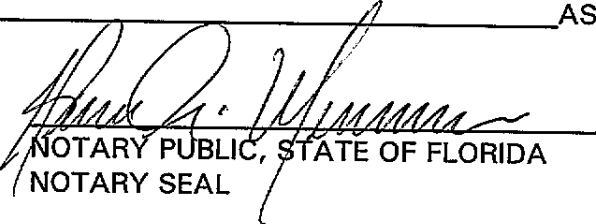
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION, INCLUDING THE PROVISIONS OF SECTION 48.091, FLORIDA STATUTES.


MICHAEL D. WOHL, AS REGISTERED
AGENT FOR TIMMY TIME ENTERPRISES,
INC.

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

SWORN TO AND SUBSCRIBED BEFORE ME THIS 13th DAY
OF OCTOBER, 1998, BY MICHAEL D. WOHL, WHO IS PERSONALLY
KNOWN TO ME OR HAS PRODUCED _____ AS
IDENTIFICATION.

MY COMMISSION EXPIRES:


NOTARY PUBLIC, STATE OF FLORIDA
NOTARY SEAL



Blanca R. Meneses
My Commission CC612846
Expires March 16, 2001