

Related Services, Inc.
2 South Biscayne Boulevard
Post Office Box 11-1351
Miami, Florida 33131

Tel. (305) 374-3186 / Fax. (305) 374-3187

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Tel. (904) 487-6052

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-02/23/99--01061--008

*****87.50 *****87.50

RE: MIAMI CIRCLE, INC.

Enclosed please find the following:

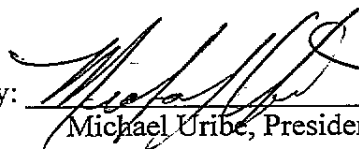
1. This Transmittal Letter regarding the above-referenced Corporation;
2. Articles of Incorporation of Miami Circle, Inc.
3. Check made payable to Department of State in the amount of \$87.50;
(includes Filing Fee, R.A. Fee, Certified Copy, and Certificate)

Please process the enclosed Articles of Incorporation and Check for fees and return all applicable documents to the above-referenced address.

If you have any questions, or need additional information please contact me at the above address, or telephone / facsimile numbers.

Related Services, Inc.

By:


Michael Uribe, President

FILED
99 FEB 23 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T.A. - 2/25/99

**ARTICLES OF INCORPORATION
OF
MIAMI CIRCLE, INC.**

ARTICLE I - NAME

The name of the corporation is Miami Circle, Inc.

ARTICLE II - ADDRESS

The address of this corporation shall be located at :

Miami Circle, Inc.
2 South Biscayne Boulevard
Post Office Box 11-1351
Miami, Florida 33131

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Miami Circle, Inc., Dupont Plaza Center, 200 Biscayne Boulevard Way, Suite 9-C, Miami, Florida 33131 and the name of the registered agent of this corporation is M. Uribe.

ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$0.20 par value common stock which shall be designated "Common Shares."

ARTICLE VII - INITIAL BOARD OF DIRECTORS

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

Director: M. Uribe
2 South Biscayne Boulevard
Post Office Box 11-1351
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATOR

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

M. Uribe
2 South Biscayne Boulevard
Post Office Box 11-1351
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeat By-Laws shall be vested in the Board of Directors.

ARTICLE X - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

ARTICLE XII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22nd, day of February, 1999.


M. URIBE

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, as amended, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, Miami Circle, Inc. desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named M. Uribe, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent


M. URIBE

This Instrument prepared by:
M. Uribe
2 South Biscayne Boulevard
Post Office Box 11-1351
Miami, Florida 33131