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ACCOUNT NO. : 072100000032

REFERENCE : 189384 81686A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 31, 1999

ORDER TIME : 10:38 AM

ORDER NO. : 189384-005

CUSTOMER NO: 81686A

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-03/31/99--01066--002
*****78.75 *****78.75

CUSTOMER: Olga Bradham, Legal Asst
KEITH MACK, LLP
KEITH MACK, LLP
20th Floor
200 South Biscayne Boulevard
Miami, FL 33131

RECEIVED

99 MAR 31 PM 12:14

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: PREMIER CORPORATE PLAZA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

J 3/31/99

99 MAR 31 PM 3:29
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 31 PH 3:29

ARTICLES OF INCORPORATION

OF

**PREMIER CORPORATE PLAZA, INC.,
a Florida corporation**

ARTICLE I

Name

The name of the corporation is **PREMIER CORPORATE PLAZA, INC., a Florida corporation.**

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Florida Division of Corporation of the Department of State.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Richard A. Wood, Esquire.

ARTICLE VI

Initial Board of Directors

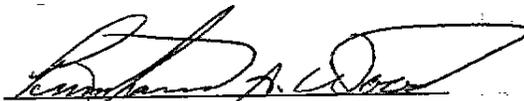
This corporation shall initially have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than ONE (1). The names and addresses of the initial directors of the corporation are: ROD TIMINSKY, c/o KEITH MACK LLP, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, and PATRICIA DELINOIS, c/o KEITH MACK LLP, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131.

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is: RICHARD A. WOOD, Esquire, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131.

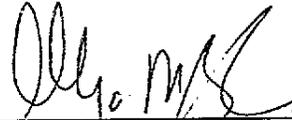
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 30th day of March, 1999.


RICHARD A. WOOD, Subscriber

STATE OF FLORIDA)
)ss
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared RICHARD A. WOOD, ESQUIRE known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 30th day of March, 1999.



Notary Public, State of Florida at Large

My Commission Expires:

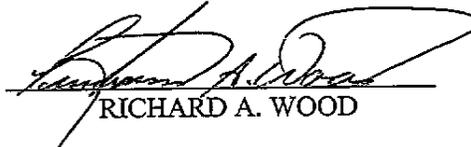
OFFICIAL NOTARY SEAL
OLGA M BRADHAM
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC773709
MY COMMISSION EXP. SEPT 8, 2002

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

PREMIER CORPORATE PLAZA, INC.
a Florida corporation

In pursuance of Section 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

First--that **PREMIER CORPORATE PLAZA, INC., a Florida corporation**, desiring to organize under the laws of the State of Florida with its principal office at: c/o KEITH MACK LLP, 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, has named Richard A. Wood, Esquire, located at 200 South Biscayne Blvd., 20th Floor, Miami, Florida 33131, as its agent to accept service of process within this state. 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.


RICHARD A. WOOD