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August 31, 1999

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

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*****78.75 *****78.75

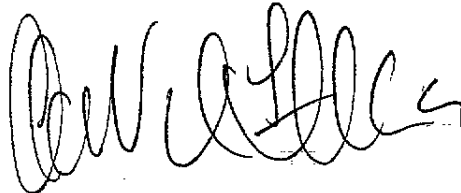
Re: Fazio & Font, Inc.

Dear Sir or Madam:

Enclosed is an original and a copy of the Articles of Incorporation of Fazio & Font, Inc., along with the filing fee of \$78.75.

I would appreciate it if you return to us a certified copy for our records. If you have any questions, please call me at (305) 379-5574.

Very truly yours,



ARZ/dh
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FAZIO & FONT, INC.**

The undersigned, for the purpose of forming a Florida corporation, hereby makes, acknowledges, and files the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation is Fazio & Font, Inc.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the corporation shall be 9581 Fountainebleau Boulevard, Suite 305, Miami, Florida 33172.

ARTICLE III -- DURATION

The corporation shall have perpetual existence.

ARTICLE IV -- PURPOSE

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

ARTICLE V -- CAPITAL STOCK

This corporation is authorized to issue 1,000 Shares of \$1.00 par value common stock.

ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is as follows:

Antonio R. Zamora, Esq.
201 South Biscayne Boulevard, Suite 2500
Miami, Florida 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII -- INITIAL BOARD OR DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be 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 this corporation are as follows:

Jose Antonio Font
9921 Costa del Sol Blvd.
Miami, FL 33178-2358

and

Tereza Fazio
9581 Fountainebleau Boulevard, Suite 305
Miami, Florida 33172

ARTICLE VIII -- OFFICERS

The names, addresses and positions of the initial officers of the corporation are set forth below and such persons shall hold such offices until their successors are elected by the Board of Directors:

Tereza Fazio	
9581 Fountainebleau Boulevard	President
Suite 305	
Miami, Florida 33172	

Jose Antonio Font	
9921 Costa del Sol Blvd.	Secretary
Miami, FL 33178-2358	

ARTICLE IX -- BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or the Board of Directors.

ARTICLE X -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

ARTICLE XI -- PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII -- INCORPORATOR

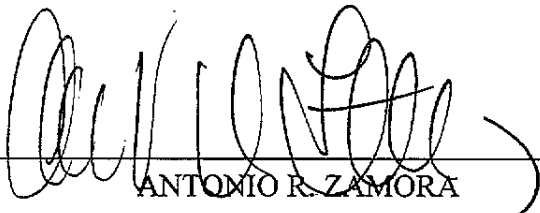
The name and the address of the person signing these Articles is as follows:

Antonio R. Zamora, Esq.
201 South Biscayne Boulevard, Suite 2500
Miami, Florida 33131

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 31st day of August, 1999.

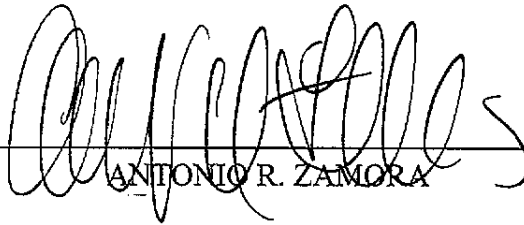


ANTONIO R. ZAMORA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 31st day of August, 1999.


ANTONIO R. ZAMORA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA