

P00000009186

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
01-26-00

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000004429 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : BILZIN, SUMBERG DUNN PRICE & AXELROD, LLP
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

FLORIDA PROFIT CORPORATION OR P.A.

128th Street Manager, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 27 PM 1:19

B. McKnight JAN 27 2000

ARTICLES OF INCORPORATION
OF
128TH STREET MANAGER, INC.

EFFECTIVE DATE
01-26-00

ARTICLE I -- NAME

The name of this corporation is 128TH STREET MANAGER, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

10755 SW 108th Avenue
Suite 104
Miami, Florida 33176.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is Five Thousand (5000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336;

and the name and address of the initial registered agent of this corporation are:

<u>Name</u>	<u>Address</u>
Kendall Sparkman	200 South Biscayne Boulevard Suite 2500 Miami, Florida 33131-2336.

This instrument prepared by:
Charles H. Ratner, Esquire
Florida Bar No. 0017116
BILZIN SUMBERG DUNN PRICE & AXELROD LLP
2500 First Union Financial Center
Miami, Florida 33131-2336
Telephone: 305-374-7580

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 27 PM 1:19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 27 PM 1:19

ARTICLE VI -- COMMENCEMENT

This corporation shall commence as of 12:01 A.M., January 26, 2000.

ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Kendall Sparkman	200 South Biscayne Boulevard Suite 2500 Miami, Florida 33131-2336.

ARTICLE VIII -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

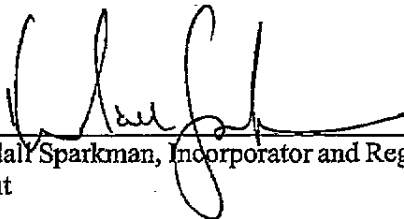
ARTICLE IX -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE X -- AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 26th day of January, 2000.



Kendall Sparkman, Incorporator and Registered Agent