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\*\*\*\*\*78.75 \*\*\*\*\*78.75

August 22, 2001

Secretary of State  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

VIA FedEx

Re: **3 TIMES, INC.**

To Whom It May Concern:

Enclosed please find the original and a copy of the Articles of Incorporation and Acceptance of Registered Agent for **3 Times, Inc.**

Also enclosed is a check in the amount of \$78.75 for the filing fee.

Please file and return same to this office.

Very truly yours,



Robert J. DiMauro

RJD/cd  
Enclosures

FILED  
01 AUG 24 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T. Burch AUG 24 2001

**ARTICLES OF INCORPORATION  
OF  
3 TIMES, INC.**

01 AUG 24 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

**ARTICLE I**

The name of this corporation is **3 TIMES, INC.**

**ARTICLE II**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III**

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

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock at \$1.00 par value. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

**ARTICLE V**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the

corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

#### ARTICLE VI

The street address of the initial registered office of this Corporation is 8795 NW 27<sup>th</sup> Avenue, Miami, FL 33147, and the name of its initial registered agent at said address is Joseph W. George.

#### ARTICLE VII

The principal office and mailing address of this Corporation will be: 8795 NW 27<sup>th</sup> Avenue, Miami, FL 33147.

#### ARTICLE VIII

The Board of Directors of this Corporation shall consist of at least one(1) director, with the exact number of directors to be fixed from time to time in the manner provided in the Bylaws. The number of directors constituting the initial Board of Directors is one (1) whose name and address is:

Joseph W. George  
8795 NW 27<sup>th</sup> Avenue  
Miami, FL 33147

#### ARTICLE IX

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

Joseph W. George  
8795 NW 27<sup>th</sup> Avenue  
Miami, FL 33147

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, has signed these Articles of Incorporation this 22 day of August, 2001.

Joseph W. George  
Joseph W. George

STATE OF FLORIDA )

SS :

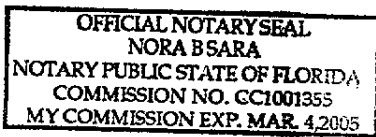
COUNTY OF BROWARD )

BEFORE ME, a Notary Public, personally appeared, JOSEPH W. GEORGE who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath, and who as Incorporator signed these Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in the State and County aforesaid, this 22 day of August, 2001.

My Commission Expires:

Nora B. Sara  
Notary Public, State of Florida



Nora B. SARA  
Print Name

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The Undersigned hereby accepts his designation and duties as registered agent of 3 TIMES, INC.

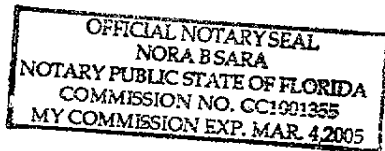
Joseph W. George  
Joseph W. George, Registered Agent

STATE OF FLORIDA     )  
  SS:  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public, personally appeared, JOSEPH W. GEORGE, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath, and who as Registered Agent signed this Acceptance of Appointment of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in the State and County aforesaid, this 22 day of August, 2001.

My Commission Expires:



Nora B. Sara  
Notary Public, State of Florida

Nora B. Sara  
Print Name