

HOROWITZ & ROLNICK

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

6800 WEST COMMERCIAL BOULEVARD

SUITE 5

FORT LAUDERDALE, FLORIDA 33319

ALFRED HOROWITZ, P.  
HERBERT POLNICK, F.

P95000036236

May 2, 1995

(305) 742-4822  
FAX: (305) 742-9993

Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: KINGS POINT RESALES & RENTALS, INC.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for KINGS POINT RESALES & RENTALS, INC. Please file the original and return a "filed" copy to our office in the enclosed self-addressed, stamped envelope. Enclosed please find our check in the sum of \$122.50 to cover the cost of your filing fee.

Should you have any questions, please do not hesitate to contact our office collect.

Very truly yours,

HOROWITZ & ROLNICK

BY

*Renee M. Towne*

RENEE' M. TOWNE

Legal Asst. to Alfred J. Horowitz

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Enc.

NR# 95-250 Jane

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAY -4 AM 10:16

**ARTICLES OF INCORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 MAY -4 AM 10:16

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is KINGS POINT RESALES & RENTALS, INC.

The address of the principal office of this corporation shall be 714 1/2 Nob Hill Road, Tamarac, Florida 33321 and the mailing address shall be the same.

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory or nation.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

This corporation elects to have pre-emptive rights.

**ARTICLE VI - SPECIAL PROVISION**

It is the intent of the Incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain

and maintain its status as a S Corporation.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 6800 W. Commercial Blvd., Suite 5, Ft. Lauderdale, Florida 33319 and the name of the initial registered agent of this corporation at this address is ALFRED J. HOROWITZ. The principal place of business of this corporation is 7146 Nob Hill Road, Tamarac, Florida 33321.

**ARTICLE VIII - OFFICERS AND DIRECTORS**

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial Board of Directors of this corporation are:

JAY HART  
7146 Nob Hill Road  
Tamarac, Florida 33321

ALAN OLSHIN  
7146 Nob Hill Road  
Tamarac, Florida 33321

**ARTICLE IX - INCORPORATOR**

The names and addresses of each person signing these Articles is:

Alfred J. Horowitz  
6800 W. Commercial Blvd. Suite 5  
Ft. Lauderdale, Florida 33319

**ARTICLE X - INDEMNIFICATION**

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

**ARTICLE XI - AMENDMENT**

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

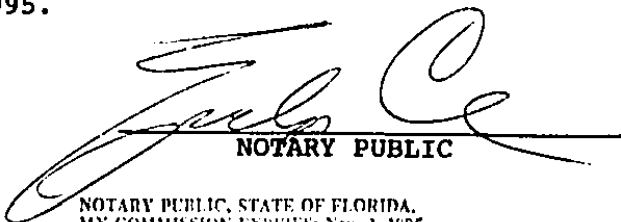
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of May, 1995.

  
\_\_\_\_\_  
ALFRED J. HOROWITZ

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, ALFRED J. HOROWITZ, known to be 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 2nd day of May, 1995.

  
\_\_\_\_\_  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

NOTARY PUBLIC, STATE OF FLORIDA.  
MY COMMISSION EXPIRES: Nov. 2, 1995.  
BONDED THIRD NOTARY PUBLIC ENDEWRITERS.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

THE FOLLOWING IS SUBMITTED:

95 MAY -6 AM 10:17

FIRST--KINGS POINT RESALES & RENTALS, INC.  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE  
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 7146 NOB  
HILL ROAD, TAMARAC, FLORIDA 33321, COUNTY OF BROWARD AND  
STATE OF FLORIDA, HAS NAMED ALFRED J. HOROWITZ AS ITS AGENT  
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE \_\_\_\_\_

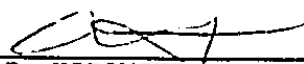
  
ALFRED J. HOROWITZ

TITLE: PRESIDENT

DATE: May 2, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I  
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE \_\_\_\_\_

  
ALFRED J. HOROWITZ

DATE: May 2, 1995