

PA600098368

CSC networks

PRESTIGE BELL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 072100000032 CORPORATION

REFERENCE : 176662 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

RECEIVED
96 DEC -5 AM 11: 23
DIVISION OF CORPORATION

FILED
96 DEC -5 PM 1: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 5, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 176662-005

CUSTOMER NO: 4303929

400002020784--7

CUSTOMER: Ms. Myrna Norman-golinsky
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: FRIEDLAND INVESTMENTS, 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: Carina L. Dunlap

EXAMINER'S INITIALS:

RECEIVED
96 DEC -5 AM 11: 23
DIVISION OF CORPORATION

KH
12-5-96

GREENBERG

ATTORNEYS AT LAW

TRAUBIG

Leonard J. Adler
Fernando C. Alonso
Cesar E. Alvarez
Liliana Armas
Daniel H. Aronson
David C. Ashburn
Charles M. Auslander
James L. Bachus
Fred W. Baggett
Kevin E. Barish
Hilaeir Bass
V. Dawn Beighley
Norman J. Benford
Paul Berkowitz
Bridget Berry
Mark E. Bileau
Lorence Jon Biebel
Mark D. Bloom
John A. Boudet
Reginald L. Bouthillier, Jr.
Howard Brezman
Francis D. Bragan, Jr.
Burt Buntin
Gabriel Bulgac
Christian C. Burden
Bernardo Burstein
Tucker B. Byrd
Michael J. Cherniga
Ary Chourke
Sue M. Cobb
C. Deryl Couch
John G. Crabtree
Miguel A. De Grandy
Dori Diaz
Alan T. Diamond

Stacey P. Dougan
Lucie A. Dougherty
Candace H. Duff
William H. Eck
Arthur J. England, Jr.
Gary M. Epstein
Orlando Evora
Randolph H. Fieble
Jorge L. Freedland
Robert F. Friedman
Robert C. Gang
Richard G. Garrett
Brian K. Gari
Jonathan S. Gelman
David J. George
Dawn I. Giebler
Jeffrey Gilbert
Laurie L. Gilden
Bruce H. Giles Klein
Richard J. Glusko
Lorie M. Gleim
Lawrence Godofsky
Steven E. Goldman
Glenn E. Goldstein
Joseph G. Goldstein
Steven S. Goodman
Sandra C. Gordon
Matthew B. Gorson
Dianne Greenberg
Robert L. Grossman
Barbara A. Hall
Paige A. Harper
Fred F. Harris, Jr.
Lisa Harris
Steven M. Helfman

Alberto M. Hernandez
Jeffrey A. Hirsch
Kenneth C. Hoffman
Cary J. Hoffman
Kenneth A. Horky
John Harrison Hough
Demond C. Howe, Jr.
Andrew Hulsh
John R. Hutton
Joanna Iglesias
Lisa Iglesias
Mison M. Igne
Frank S. Joppolo, Jr.
Martin Kalb
Stephen P. Katz
Steven M. Katzman
David S. Keatin
Shepard King
Igal Knoller
Steven J. Kravitz
Alan S. Krieger
J. D. Boone Kuestreiner
Ronald C. LaFare
Gustavo J. Lamelas
Steven A. Landy
Steven B. Lapidus
Linda E. Larron
Nancy B. Lash
David M. Layman
Jeremy P. Leathie
Michele M. Lehrfield
Susan B. Leithowitz
James P. S. Leishan
Fred Levenson
Marc S. Levin

Oscar Levin
Michael P. Levinson
Norman H. Lipoff
Carlos E. Louniet
Cary J. Louniet
Juan P. Louniet
Bruce E. Macdonough
Alfred J. Malfatto
Samantha D. Malloy
Suzanne Mann
Fernando Margutti
Ines Marcero Priegues
Enrique J. Martin
Orlen A. Martin
Roberto Martinez
Pedro J. Martinez-Fraga
Joel D. Maser
Gregory L. Mayhark
Juan J. Mayol, Jr.
Craig T. McClung
Robert R. McDonald
Michael W. McNatt
Teresa J. Moore
Patrick T. O'Brien
Maury R. Olicker
David S. Oliver
Heleena B. Orand
Debbie M. Orshofsky
David M. Osta
A. Fritsner Pardo
Rose Parish-Hamun
Michael G. Park
Marshall B. Pasternack
Sylvia S. Penneys
Sheldon S. Pollack
Roberto B. Pupo

Albert D. Quentel
Daniel E. Reed
C. Ryan Rees
Barry Scott Richard
Douglas J. Rillstone
Andrés Rivera
Kenneth R. Robinson
Raquel A. Rodriguez
Elizabeth A. Rogers
Marvin S. Rosen
Richard A. Rozenbaum
Eric D. Rosenberg
Ronald M. Rosengarten
David L. Ross
Mark A. Salky
Stephen D. Sanford
Gary A. Saul
Justin J. Saylie
Elliot H. Scherker
Mark P. Schnapp
Clifford A. Schulman
Julie M. Schwartz
Frank Scruggs
Randy J. Shaw
Paul A. Shelnowitz
Brian J. Sherr
H. Allan Shore
Lawrence Silverman
Marlene K. Silverman
Dolly R. Skolnick
Lori A. Sochin
Charles E. Silver, Jr.
Joel L. Stocker
Michael J. Sullivan
I. Todd Sumner

Jeffrey S. Tenen
Robert H. Traurig
Peter L. Tuntis
Merrill A. Ulmer
Brian J. Walsh
Keith Wasserman
Fern S. Watts
Ellie D. Wenkey
Gary Weinfeld
Jeffrey Weithorn
David E. Wells
Howard W. Whitaker
Kelley Whiter
William S. Wilton
Jerrold A. Wish
Timothy D. Wolfe
Linda G. Worton
Arthur G. Young
Diana S.C. Zeydel

Of Counsel

Mark A. Buckstein
Peter J. Fides, II
Arnold J. Hoffman
Patricia Menendez Gambo
Ambler H. Moss, Jr.
Janice F. Newman
Allan Salasin
Paul E. Shapiro
Marc M. Watson
Julie A.S. Williamson

Melvin N. Greenberg
(1928-1994)

Myrna Norman Golinsky
(305) 789-5375

December 4, 1996

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P.O. Box 6327
Tallahassee, FL 32314

Re: **FRIEDLAND INVESTMENTS, INC.**

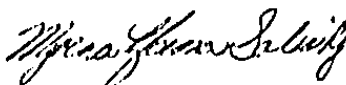
Enclosed herewith are three duly executed originals of **ARTICLES OF INCORPORATION** for the captioned corporation.

Also enclosed is a check in the amount of \$122.50 to cover the cost of filing and one certified copy. Please stamp the third copy and return to me.

Secretary of State
December 4, 1996
Page 2

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, reading "Myrna Norman Golinsky".

Myrna Norman Golinsky
Legal Assistant

ARTICLES OF INCORPORATION
OF
FRIEDLAND INVESTMENTS, INC.

FILED
96 DEC -5 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FRIEDLAND INVESTMENTS, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 111 Regatta Drive, Jupiter, Florida 33477.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$01	common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1221 Brickell Avenue, Florida, 33131, City of Miami, County of Dade, and the name of its initial registered agent at such office is H. Allan Shore.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number

of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors who is to serve as the Corporation's director until his successors are duly elected and qualified is:

Jack M. Friedland
111 Regatta Drive
Jupiter, Florida 33477

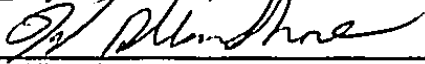
ARTICLE VII

The name of the Incorporator is H. Allan Shore and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 26 day of November, 1996.



H. Allan Shore
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of **INVESTMENTS, INC.**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

By: *H. Allan Shore*
H. Allan Shore, Registered Agent

DATED: November ¹⁴16, 1996.

FILED
96 DEC -5 PM 1:20

SECRET
FRIEDLAND
TALLAHASSEE, FLORIDA