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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

P96000102066

ACCOUNT NO. : 072100000032

REFERENCE : 193011 7105923

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : December 18, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 193011-005

CUSTOMER NO: 7105923

000002032310--1

CUSTOMER: Ms. Rose La Femina  
NELSON & LA FEMINA, P.A.

One Turnberry Place, 19495  
Biscayne Blvd., Suite 609  
North Miami Bea, FL 33180-2320

DOMESTIC FILING

NAME: GENET FAMILY HOLDINGS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

*Hmc*  
*12/18/96*

FILED  
96 DEC 18 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 DEC 18 AM 10:30  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
GENET FAMILY HOLDINGS, INC.

FILED  
96 DEC 18 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation shall be:

GENET FAMILY HOLDINGS, INC.

**ARTICLE II**  
**DURATION**

This corporation shall commence its existence upon the filing of these Articles and shall continue until termination by the act of the directors or otherwise by law.

**ARTICLE III**  
**PURPOSE**

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

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder, 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 at the price at which it is offered to others.

**ARTICLE VI**  
**PRINCIPAL OFFICE OF BUSINESS**

The initial principal office and address of business of this corporation are: 4014 Chase Avenue, Suite 214, Miami Beach, Florida, 33140.

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

The name of the initial registered agent and the street address of the initial registered office of this corporation are: Barry A. Nelson, Esq., One Tumberry Place, 19495 Biscayne Boulevard, Suite 609, Aventura, Florida, 33180.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name of the Director is:

E.M.B. GENET

The address of the Director is: 4014 Chase Avenue, Suite 214, Miami Beach, Florida, 33140.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the person signing these Articles as Sole Incorporator is E.M.B. GENET, whose address is 4014 Chase Avenue, Suite 214, Miami Beach, Florida, 33140.

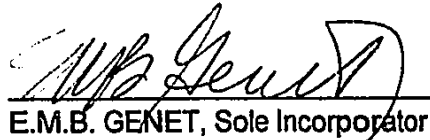
**ARTICLE X**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

**ARTICLE XI**  
**AMENDMENTS**

The right to amend or repeal any provision contained in these Articles of Incorporation is reserved to the Shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17<sup>th</sup> day of Dec, 1996.

  
\_\_\_\_\_  
E.M.B. GENET, Sole Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 14<sup>th</sup> DAY OF December, 19 96.



BARRY A. NELSON, ESQ.

**FILED**  
96 DEC 18 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA