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Law Offices
of
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December 12, 1997

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002372040--2
-12/15/97-01062-012
***122.50 ***122.50

Re: 1090 Northwest Inc.

Dear Sirs:

Enclosed please find the original and a copy of the Articles of Incorporation and Acceptance of Registered Agent for 1090 Northwest Inc.

Also enclosed is a check in the amount of \$122.50 for the following charges:

Filing fee.....	\$35.00
Resident Agent.....	\$35.00
Certified Copy.....	<u>\$52.50</u>
	\$122.50

Please file and return same to this office.

Very respectfully yours,

JOHN M. BERNAZZOLI, ESQ.

JMB:nbs
Enclosures

FILED
97 DEC 15 AM 10:23
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JMB
12-16-97

ARTICLES OF INCORPORATION

FILED
97 DEC 15 AM 10:23
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is 1090 Northwest Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue 1,000 shares, all of one class, .10¢ par value.

ARTICLE V

The address of its initial registered office is 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160, and the name of its initial registered agent at said address is NATAN VINBAYTEL.

ARTICLE VI

The principal office and mailing address of the corporation will be: 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160.

ARTICLE VII

The number of directors constituting its initial board of directors are four (4) whose names and addresses are: Natan Vinbaytel, 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160, David Kalichman, 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160, Alex Mitnik, 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160, and Anna Dorfman, 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160.

ARTICLE VIII

The name and address of the incorporator is: Natan Vinbaytel, 16711 Collins Avenue, Apartment 904, North Miami Beach, FL 33160.

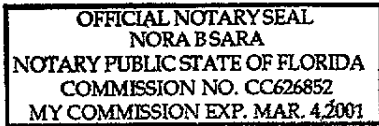


NATAN VINBAYTEL

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared NATAN
VINBAYTEL who is personally known to me or who has produced
personally known as identification and who did (did not) take an oath, and who as
Incorporator executed the foregoing 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 11th day of December, 1997.



Nora B. Sara
Notary Public
Nora B. Sara
Print Name

ACCEPTANCE OF REGISTERED AGENT

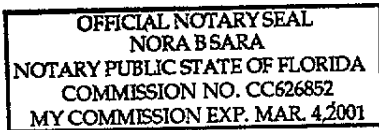
THE UNDERSIGNED hereby accepts his designation as registered agent
for 1090 Northwest Inc.

Natan Vinbaytel
NATAN VINBAYTEL

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared NATAN
VINBAYTEL, who is personally known to me or who has produced
personally known as identification and who did (did not) take an oath, and
who as Registered Agent executed the foregoing Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official
seal in the State and County aforesaid, this 11th day of December, 1997.



Nora B. Sara
Notary Public
Nora B. Sara
Print Name

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