

99000017084



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

**FOR PICKUP BY
UCC SERVICES**

OFFICE USE ONLY (Document #)

721031

700002778187-4
-02/17/99-01058-003
*****78.75 *****78.75

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Pearl Siegal Family Holdings Inc.

99 FEB 22 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

RECEIVED

99 FEB 15 PM 12:22

- Walk In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS

RUSH

*Dmc
2/23/99*

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A. Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

~~TS~~
TS
586
722

Ordered By: _____

Date: _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 17, 1999

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: PEARL SIEGAL FAMILY HOLDINGS, INC.
Ref. Number: W99000004062

We have received your document for PEARL SIEGAL FAMILY HOLDINGS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

OK

DEPARTMENT OF CORPORATION
FEB 22 PM 4:43

ARTICLES OF INCORPORATION
OF
PEARL SIEGAL FAMILY HOLDINGS, INC.

ARTICLE I
NAME

The name of this corporation shall be:

PEARL SIEGAL 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 is: 3900 Island Boulevard, Apt. 203-B, North Miami Beach, Florida 33160.

FILED
99 FEB 22 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 is: Barry A. Nelson, Esq., Nelson & LaFemina, P.A., 19495 Biscayne Boulevard, Suite 609, Aventura, FL 33180.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors 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 names and addresses of the Directors are:

1. DORIS B. SUTTIN
3900 Island Boulevard, Apt. 203-B
North Miami Beach, FL 33160
2. MARLENE J. ANDALMAN
3511 Riviera Court
Sugarland, TX 77479
3. LAWRENCE M. SIEGAL
833 Gladstone Drive
Vernon Hills, IL 60061

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Doris B. Suttin, whose address is 3900 Island Boulevard, Apt. 203-B, North Miami Beach, FL 33160.

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.

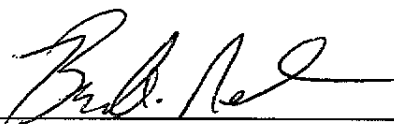
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of February, 1999.

Doris B. Suttin
DORIS B. SUTTIN, 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 19th DAY OF February, 1999.


BARRY A. NELSON, ESQ.

FILED
99 FEB 22 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA