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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: 321 CLAIR/DOT ENTERPRISES, INC.

AUDIT NUMBER.....H97000001948

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 3, 1997

EMPIRE

SUBJECT: 321 CLAIR/DOT ENTERPRISES, INC.
REF: W97000002652

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Dana Calloway
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FAX Aud. #: H97000001948
Letter Number: 697A00005552

H97000001948

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

321 CLAIR/DOT ENTERPRISES, INC.

We, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the Corporation shall be: 321 CLAIR/DOT ENTERPRISES, INC., and its existence shall be perpetual.

ARTICLE II - PURPOSE

The general nature of the business to be transacted shall be: purchase and sale of commercial real property, and to invest in property of any kind, operate businesses, lend money, and to have all other powers provided by the Laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The Capital Stock of the Corporation shall consist of ONE HUNDRED (100) Shares, FIVE AND NO/100 (\$5.00) DOLLARS par value.

PREPARED BY:

GEORGE J. BLUTSTEIN, ESQ.
#501-20801 Biscayne Blvd.
Aventura, FL 33180
Florida Bar No. 007081
(305) 935-3500

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ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: #501-20801 Biscayne Blvd., Aventura, FL 33180, and the name of the initial Registered Agent of this Corporation at that address is: GEORGE J. BLUTSTEIN, ESQ.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal place of business for the corporation is: 321 West Sunrise Blvd., Ft. Lauderdale, FL 33311.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1) and the names and addresses of the initial director of this Corporation are:

CLAIRE CERBELLI PERNICE-321 W. Sunrise Blvd., Ft. Lauderdale, FL
DOROTHY LEVIN LAUTMAN-321 W. Sunrise Blvd., Ft. Lauderdale, FL
FRANCA ROJEAN PERNICE-321 W. Sunrise Blvd., Ft. Lauderdale, FL

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

GEORGE J. BLUTSTEIN
#501-20801 Biscayne Blvd.
Aventura, FL 33180

ARTICLE VIII - AMENDMENT

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

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of February, 1997.

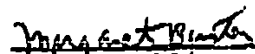

Subscriber

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GEORGE J. BLUTSTEIN, 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 3 day of February, 1997.


Notary Public, State of Florida

My commission expires:



MARGARET A. BUXTON
COMMISSION # CG 843703
EXPIRES MAY 31, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

H9700-0001948

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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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



GEORGE J. BLUSTEIN

DATED: This 3 day of February, 1997.

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TALLAHASSEE, FLORIDA

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