



# J 78215

ACCOUNT NO. : 072100000032

REFERENCE : 344248 4337904

AUTHORIZATION :

COST LIMIT : \$ 87.50

*Patricia Piggott*

ORDER DATE : April 25, 1997

ORDER TIME : 1:09 PM

ORDER NO. : 344248-010

CUSTOMER NO: 4337904

500002155485--7

CUSTOMER: Seth Ellis, Esq  
Therrel Baisden & Meyer Weiss  
Suite 500  
1111 Lincoln Road  
Miami Beach, FL 33139

DOMESTIC AMENDMENT FILING

NAME: FIRST MICKEY CORP.

EFFECTIVE DATE:

X ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

FILED  
97 APR 25 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/28

*Amended  
& Restated  
C.C.*

*"Initial"  
O.K.  
no directors  
designated in Articles  
5*

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FIRST MICKEY CORP.

FILED  
97 APR 25 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Pursuant to the provisions of Florida law, the undersigned Corporation adopts the following Amended Articles of Incorporation:

ARTICLE I  
Name

The name of the corporation is FIRST MICKEY CORP.

ARTICLE II  
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 17th day of June, 1987.

ARTICLE III  
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV  
Capital Stock

The Corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and nine hundred (900) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V  
Principal Office; Registered Office and Agent

The street address of the principal office of this corporation is: 3400 S. Ocean Blvd., Apt 3-F, Palm Beach, Florida 33480, and the name and address of the registered agent of this corporation is: Bruce E. Lazar, Esq., Lazar

& Associates, 2901 Collins Avenue, Suite M, Miami Beach,  
FL 33140.

**ARTICLE VI**  
**Board of Directors**

This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than ONE (1). The names and addresses of the initial directors of this corporation are:

- A. Isidor Michael
- B. Henrietta Michael

2. The number of shares of the Corporation outstanding at the adoption was FIVE THOUSAND (5,000), and the number of shares entitled to vote thereon was FIVE THOUSAND (5,000).

3. The number of shares voted in favor of such Amendment was FIVE THOUSAND (5,000), and the number of shares voted against such Amendment was none.

4. On the Effective Date, for each ONE (1) share of common stock of the Corporation, then issued and outstanding and all rights in respect thereof, shall be exchanged for TWO ONE HUNDRETHS (0.02) of a share of Class A voting common stock and EIGHTEEN ONE HUNDRETHS (0.18) of a share of Class E nonvoting common stock.

5. These Amended and Restated Articles of Incorporation were adopted and approved on the 31 day of April, 1997.

6. These Amended and Restated Articles of Incorporation shall become effective immediately upon filing with the Department of State of Florida.

DATED this 31 day of APRIL, 1997.

**FIRST MICKEY CORP.**

By: Isidor Michael  
Isidor Michael, President

**ATTEST:**

Henrietta Michael  
Henrietta Michael, Secretary

(CORPORATE SEAL)

STATE OF FLORIDA     )  
                              )SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 21  
day of April, 1997, by Isidor Michael, as President of  
FIRST MICKEY CORP., a Florida corporation, by and on behalf of the  
Corporation. He is personally known to me or has produced  
\_\_\_\_\_ as identification.

*Mercedes Moreira*  
Notary Public, State of Florida at Large

Type/Print/or Stamp Name of Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL  
MERCEDES MOREIRA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO CC283526  
MY COMMISSION EXP. MAY 11, 1997

\_\_\_\_\_  
  
see\corp\recap\am&res.mic

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

**FIRST MICKEY CORP.**

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that FIRST MICKEY CORP., desiring to organize under the laws of the State of Florida with its principal office at: 3400 South Ocean Blvd., Apt. 3-F, Palm Beach, Florida 33480, has named Bruce E. Lazar, Esq., Lazar & Associates, 2901 Collins Avenue, Suite M, Miami Beach, FL 33140, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
BRUCE LAZAR