

P000000015930

MAYNARD ABRAMS
1916-1992

PAUL B. ANTON
1927-1981

ABRAMS ANTON P.A.

2021 TYLER STREET
POST OFFICE BOX 229010
HOLLYWOOD, FLORIDA 33022-9010

(954) 921-5500
FAX: (954) 925-7013

ONE BOCA PLACE - SUITE 411E
2255 GLADES ROAD
BOCA RATON, FLORIDA 33431-7383

BOCA RATON & DELRAY
(561) 994-2212
(561) 994-2772
FAX: (561) 997-8494
NORTH BROWARD (954) 428-9800
MIAMI (305) 940-8440
PALM BEACHES (561) 833-4710

MITCHELL D. ADLER
LAURENCE I. BLAIR X
MILTON S. BLAUT X
ALAN B. COHN *
MAURICE M. GARCIA
GENE K. GLASSER *
WILLIAM S. KRAMER O
LEONARD ROBBINS
KENNETH A. RUBIN

REUBEN M. SCHNEIDER O X
PETER R. SIEGEL
MARC JAY TANNEN
JACK F. WEINS
DAVID WEISMAN O
OF COUNSEL
STANLEY D. GOTTSCHEN

* BOARD CERTIFIED TAX LAWYER
BOARD CERTIFIED ESTATE PLANNING
AND PROBATE LAWYER
** BOARD CERTIFIED REAL ESTATE LAWYER

‡ MEMBER OF D.C. BAR
X MEMBER OF N.Y. BAR
¶ MEMBER OF OHIO BAR

PLEASE REPLY TO:
Hollywood

FILE NO.:

NAGJ2-0005

February 8, 2000

VIA FEDERAL EXPRESS

Secretary of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32309

8000003129348--5
-02/09/00--01049--002
*****78.75 *****78.75

Re: GORDON CHILDREN, INC.

Dear Sir/Madam:

Enclosed for filing are the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$78.75 for the filing fee and certified copy fee. Please complete the necessary filing and return the certified copy to the undersigned.

I am also enclosing a copy of this letter, please date stamp the copy and return it in the envelope provided for your convenience.

Thank you for your prompt attention to this matter. Please call me if you have any questions.

Very truly yours,

GENE K. GLASSER
GKG/LIB/ars/381484
enclosures
cc: Ms. Jean Gordon

GAVE
AUTHORIZATION BY PHONE TO
CORRECT R.A. ADD
DATE 2-15-00
DOC. EXAM T2

FILED
00 FEB -9 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

00 FEB -9 PM 12:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GORDON CHILDREN, INC.

The undersigned incorporator of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be GORDON CHILDREN, INC.

ARTICLE II

ADDRESS: The mailing address and street address of the initial principal office of the corporation shall be 3709 Cleveland Street, Hollywood, Florida 33021.

ARTICLE III

NATURE OF BUSINESS: The corporation is organized for the purpose of transacting any and all business for which corporations may be formed under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation shall be authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent of this corporation shall be: GENE K. GLASSER, ESQ., ABRAMS ANTON P.A., 2021 Tyler Street, Hollywood, Florida 33022.

ARTICLE VII

DIRECTORS: The corporation shall have three (3) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTOR: The name and address of the initial directors who shall hold office for the first year of existence of the corporation or until their successor have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
JEAN GORDON	3709 Cleveland Street Hollywood, Florida 33021
KAREN GORDON	3709 Cleveland Street Hollywood, Florida 33021
TRACY NAGELBUSH	3709 Cleveland Street Hollywood, Florida 33021

ARTICLE IX

INCORPORATOR: The name and address of the incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JEAN GORDON	3709 Cleveland Street Hollywood, Florida 33021

ARTICLE X

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Corporation may indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was an officer of the Corporation; (iii) is or was serving, at the request of the Corporation, as a director of another corporation, provided that such person is or was at the time a director of such other corporation serving at the request of the Corporation; or (iv) is or was serving, at the request of the Corporation, as an officer of another corporation, provided that such person is or was at the time an officer of such other corporation serving at the request of

the Corporation. Unless otherwise expressly prohibited by Florida law the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any such person. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE XI

PREEMPTIVE RIGHTS: The corporation provides each of its shareholders with all preemptive rights provided by Florida law.

ARTICLE XII

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XIII

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed these Articles of Incorporation this 1 day of January, 1999.2000



JEAN GORDON

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for GORDON CHILDREN, INC. at the place designated in the Articles of Incorporation, I agree to act in this capacity, I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of the Registered Agent.

Dated: February 6, 2000.



GENE K. GLASSER

LIB/ks
381472