

P00000032667



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 644671 4303929

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 78.75

ORDER DATE : March 30, 2000

ORDER TIME : 10:21 AM

ORDER NO. : 644671-005

CUSTOMER NO: 4303929

000003189840--6

CUSTOMER: Myrna Golinsky, Legal Asst  
GREENBERG TRAUIG, P.A.  
GREENBERG TRAUIG, P.A.  
1221 Brickell Avenue  
21st Floor  
Miami, FL 33131

DOMESTIC FILING

NAME: 2129 WASHINGTON, INC.

EFFECTIVE DATE: .

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 30 AM 10:39

RECEIVED  
00 MAR 30 AM 10:37  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**2129 WASHINGTON, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAR 30 AM 10:39

**ARTICLE I**

The name of the corporation is 2129 WASHINGTON, INC. (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 1052 Ocean Drive, Miami Beach, Florida 33139.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares</u></b> <b><u>Authorized</u></b>	<b><u>Par Value</u></b> <b><u>Per Share</u></b>	<b><u>Class of</u></b> <b><u>Stock</u></b>
1,000	\$.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

#### ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

#### ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors are two (2), and the names and addresses of the members of the initial Board of Directors who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

Richard L. Layfield  
1052 Ocean Drive  
Miami Beach, FL 33139

John Walters  
1052 Ocean Drive  
Miami Beach, FL 33139

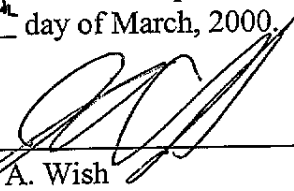
#### ARTICLE VII

The name of the Incorporator is Jerrold A. Wish and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 30<sup>th</sup> day of March, 2000.

  
\_\_\_\_\_  
Jerrold A. Wish  
Incorporator

## ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of 2129 WASHINGTON, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: *Lyndell Coleman*  
*as Agent*, Registered Agent

DATED: March, 30 2000.

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SECRETARY OF STATE  
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00 MAR 30 AM 10:39