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July 21, 2000

The Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32301

**Re: Incorporation of Stone Industries, Inc.**  
**Our File No: 00-208**

200003333852--4  
-07/24/00--01129--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Incorporation for Stone Industries, Inc. to be filed with your office. Additionally, we enclose our Attorney Trust Account check in the amount of \$78.75 representing the filing and certified copy fee.

Please return a certified copy of the Articles in the self-addressed, stamped envelope provided for this purpose. Thank you for your anticipated cooperation in this matter.

Very truly yours,

**BENSON MOYLE & MUCCI, LLP**

*Mark J. Loterstein*  
Mark J. Loterstein  
For the Firm

MJL/fmc  
enclosures  
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**EFFECTIVE DATE**  
**7-21-00**

**FILED**  
00 JUL 24 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN JUL 27 2000

**EFFECTIVE DATE**

7-21-00

**ARTICLES OF INCORPORATION  
OF  
STONE INDUSTRIES, INC.**

**FILED**  
00 JUL 24 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is **STONE INDUSTRIES, INC.** whose principal place of business is PMB#3031, One Financial Plaza, Suite 130, Fort Lauderdale, Florida 33394.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE IV**

The corporation shall have the authority to issue one thousand (1,000) shares, all of one class of Capital Stock, with a par value of \$1.00 per share.

**ARTICLE V**

The address of its initial registered office is One Financial Plaza, Suite 1600, Ft. Lauderdale, Florida 33394 and the name of its initial registered agent at said address is Larry L. Adair, Esq.

**ARTICLE VI**

The number of directors constituting its initial Board of Directors is one (1), whose name and address is:

Mark J. Loterstein  
PMB#3031  
One Financial Plaza, Suite 130  
Ft. Lauderdale, FL 33394

#### **ARTICLE VII**

The name and address of the incorporator is:

Mark J. Loterstein  
PMB#3031  
One Financial Plaza, Suite 130  
Fort Lauderdale, Florida 33394

#### **ARTICLE VIII**

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting by majority vote of the common stock.

#### **ARTICLE IX**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### **ARTICLE X**

The holders of the common stock of this corporation shall have preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

#### **ARTICLE XI**

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

**ARTICLE XII**

Pursuant to Florida Statute Section 607.0203., the effective date of the commencement of corporate existence is the 21<sup>ST</sup> day of July, 2000, which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Ft. Lauderdale, Florida, on the 21<sup>ST</sup> day of July, 2000.

  
MARK J. LOTERSTEIN

**STATE OF FLORIDA  
COUNTY OF BROWARD**

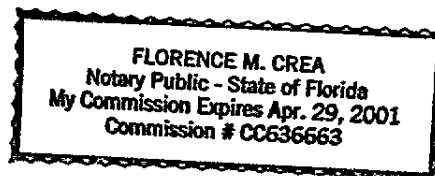
BEFORE ME, the undersigned authority personally appeared Mark J. Loterstein who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ft. Lauderdale, in said County and State this 21<sup>ST</sup> day of July, 2000.

  
Notary Public, State of Florida

Printed Name: \_\_\_\_\_

My Commission Expires:

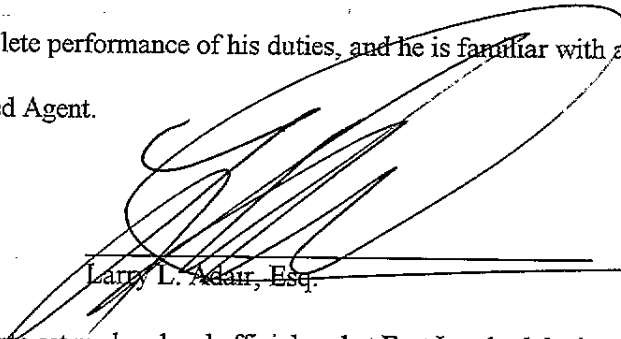


**ACKNOWLEDGMENT OF REGISTERED AGENT**

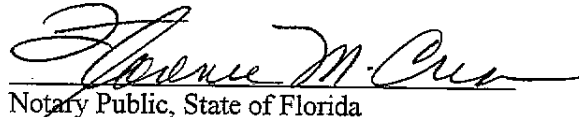
STATE OF FLORIDA  
COUNTY OF BROWARD

**FILED**  
00 JUL 24 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

BEFORE ME, the undersigned authority personally appeared Larry L. Adair, Esq., who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V. He did further agree to comply with the provisions of Section 607.0505 Florida Statute (1997) all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.

  
Larry L. Adair, Esq.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 21<sup>ST</sup> day of July, 2000.

  
Notary Public, State of Florida

Printed Name: \_\_\_\_\_

My Commission Expires:

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