

Thursday, October 19, 2000

Division of Corporations

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Florida Department of State  
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From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Berian Enterprises, Inc.

Certificate of Status	1
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M. Culligan OCT 20 2000



**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

October 19, 2000

CORPORATE CREATIONS

SUBJECT: BERIAN ENTERPRISES, INC.  
REF: W00000025312

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

EFFECTIVE DATE

10-19-00

ARTICLES OF INCORPORATION  
OF  
BERIAN ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE I

Name

The name of the corporation is BERIAN ENTERPRISES, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 19<sup>th</sup> day of October, 2000.

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 HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$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; Initial Registered Office and Agent

The street address of the initial principal office of this

corporation is: c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064. The street address of the initial registered office of this corporation is: Spinner, Dittman, Federspiel & Dowling, 151 NW 1<sup>st</sup> Avenue, Delray Beach, FL 33444, and the name of the initial registered agent of this corporation at that address is: Robert A. Dittman.

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

This corporation shall initially 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 name and address of the initial directors of this corporation are: CHRISTIAN BERIAN, c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064 and HARVEY SMALLWOOD, c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064.

**ARTICLE VII**  
**Incorporator**

The name and address of the person signing these Articles is: Nicholas M. Daniels, Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 19<sup>th</sup> day of October, 2000.

  
Nicholas M. Daniels, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 19<sup>th</sup>  
day of October, 2000, by Nicholas M. Daniels, who is  
personally known to me or who has produced \_\_\_\_\_ as  
identification.

  
\_\_\_\_\_  
Notary Public, State of Florida  
at large

Leticia Companion

Type/Print/or Stamp Name of Notary

My Commission Expires:

OFFICIAL NOTARY SEAL  
LETICIA COMPANION  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC46446  
MY COMMISSION EXPIRES JULY 2001

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

**BERIAN ENTERPRISES, INC.**

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

First--that BERIAN ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office at: c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064, has named Robert A. Dittman, located at Spinner, Dittman, Federspiel & Dowling, 151 NW 1<sup>st</sup> Avenue, Delray Beach, FL 33444, 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.

  
ROBERT A. DITTMAN

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TOTAL P.05