

**P01 0000 19918**

**Florida Department of State  
Division of Corporations  
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**To:**

**Division of Corporations  
Fax Number : (850) 922-4001**

**From:**

**Account Name : LAMONT & NEIMAN, P.A.  
Account Number : I20000000051  
Phone : (305) 530-9400  
Fax Number : (305) 530-9409**

**FLORIDA PROFIT CORPORATION OR P.A.**

**THREE JM MANAGEMENT, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

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TALLAHASSEE, FLORIDA**

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**ARTICLES OF INCORPORATION  
OF  
THREE JM MANAGEMENT, INC.**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

THREE JM MANAGEMENT, INC.

**ARTICLE II**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.10 per share, divided into two classes, the designation of each such class being as follows:

- A. 1000 shares of Class A Common Stock; and
- B. 9,000 shares of Class B Common Stock.

All of said shares (without regard to Class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a Class, (b) a holder of Class A Common Stock shall be entitled to cast one vote per share only if such holder is ERIC J. MANN OR MARTINE MANN, or a member of his or her family, otherwise a holder of shares of Class A Common Stock shall have no voting rights whatsoever. For purposes of the preceding sentence,

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members of the family of ERIC J. MANN or MARTINE MANN shall include only his or her lineal descendants, whether natural or adopted; trusts for the exclusive use and benefit of any such individuals; and partnerships and corporations but only while owned exclusively by such individuals and trusts. At the earliest time that a share of Class A Common Stock is owned by any person other than ERIC J. MANN or MARTINE MANN or a member of his or her family, such share shall thereupon automatically become a share of Class B Common Stock for all purposes without any further action whatsoever.

#### ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

LAMONT & NEIMAN, P.A.  
Two South Biscayne Boulevard  
Suite 3550  
Miami, Florida 33131

#### ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

LAMONT & NEIMAN, P.A.

By: 

Jan S. Neiman, Secretary/  
Registered Agent

#### ARTICLE VI

This corporation shall have two (2) directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Eric J. Mann  
3225 N.E. 207<sup>th</sup> Terrace  
Aventura, Florida 33180

Martine Mann  
3225 N.E. 207<sup>th</sup> Terrace  
Aventura, Florida 33180

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

**ARTICLE VII**

The name and address of the incorporator of the corporation is:

Eric J. Mann  
3225 N.E. 207<sup>th</sup> Terrace  
Aventura, Florida 33180

**ARTICLE VIII**

The mailing address of the corporation is:

Three JM. Management, Inc.  
3225 N.E. 207<sup>th</sup> Terrace  
Aventura, Florida 33180

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Executed at Miami-Dade County, Florida, this 16<sup>th</sup> day of February,  
2001.

  
Eric J. Mann, Incorporator

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