

LAW OFFICES
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REUBEN M. SCHNEIDER
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MARC JAY TANNEN
JACK F. WEINS
DAVID WEISMAN
OF COUNSEL
STANLEY D. GOTTSCHEN

2021 TYLER STREET
HOLLYWOOD, FLORIDA 33020
CORRESPONDENCE TO:
P.O. BOX 229010, HOLLYWOOD, FLORIDA 33022-9010
TELEPHONE: (954) 921-5500
FACSIMILE: (954) 925-7013
BOCA RATON & DELRAY: (561) 994-2212
NORTH BROWARD: (954) 428-9800
MIAMI: (305) 940-8440

WWW.ABRAMSAnton.COM

BOCA RATON OFFICE
ONE BOCA PLACE - SUITE 411E
2255 GLADES ROAD
BOCA RATON, FLORIDA 33431-7383
FACSIMILE: (561) 997-8494
PALM BEACHES: (561) 833-4710
(DIRECT TO BOCA RATON OFFICE ONLY)

REPLY TO: HOLLYWOOD

FILE NO.:

☆ Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
○ Board Certified Real Estate Lawyer

‡ Member of D.C. Bar
§ Member of N.Y. Bar
† Member of Ohio Bar

March 15, 2001

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

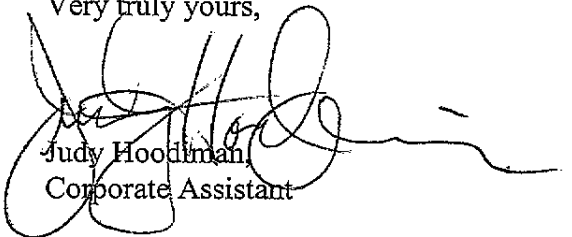
PO1600 31354

Re: Arolee, Inc.

Dear Sir/Madam:

Enclosed are the original and one copy of Articles of Incorporation for Arolee, Inc., together with a check in the amount of \$78.75. Please file the Articles and return a certified copy to me as soon as the filing has been accomplished.

Very truly yours,


Judy Hoodman
Corporate Assistant

jah
Enclosures

FILED
01 MAR 23 PM 4:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAR 27 2001

ARTICLES OF INCORPORATION

of

AROLEE, INC.

FILED

01 MAR 23 PM 4:28

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

NAME: The name of this corporation shall be ***AROLEE, INC.***

ARTICLE II

ADDRESS: The mailing address and street address of the initial principal office of the corporation shall be ***2070 N.W. 98th Terrace, Pembroke Pines, Florida 33024.***

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 Chapter 607 of the Florida Statutes, as amended from time to time.

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: Alan B. Cohn, 2021 Tyler Street, Hollywood, Florida 33020.

ARTICLE VII

DIRECTOR(S): The corporation shall have two (2) 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(S): The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successor(s) have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
<i>Rose Fletcher-Lawrence</i>	<i>2070 N.W. 98th Terrace Pembroke Pines, FL 33024</i>
<i>Leslie Lawrence</i>	<i>2070 N.W. 98th Terrace Pembroke Pines, FL 33024</i>

ARTICLE IX

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

<u>NAME</u>	<u>ADDRESS</u>
<i>Rose Fletcher-Lawrence</i>	<i>2070 N.W. 98th Terrace Pembroke Pines, FL 33024</i>

ARTICLE X

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

ARTICLE XI

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.

ARTICLE XII

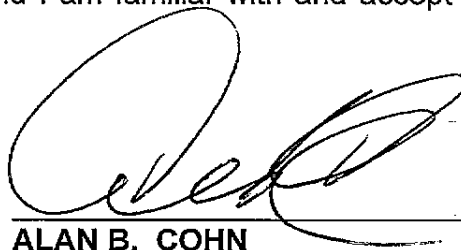
The undersigned incorporators have executed these Articles of Incorporation this 12th day of March, 2001.


ROSE FLÉTCHER-LAWRENCE

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for **AROLEE, 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: March 19, 2001


ALAN B. COHN

FILED
01 MAR 23 PM 4:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA