

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

Division of Corporations  
 Fax Number : (850) 205-0381

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
 Account Number : 072450003255  
 Phone : (305) 634-3694  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**MANAGEMENT SERVICES OF SOUTH BEACH, INC.**

Certificate of Status	0
Certified Copy	0
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W-11731

**FILED**

01 JUN 26 PM 2:58

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

B. McKnight JUN 26 2001

Prepared by and return to:  
THOMAS G. SHERMAN, ESQUIRE  
218 ALMEEIA AVENUE  
CORAL GABLES, FLORIDA 33134

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## AFFIDAVIT

State of Florida  
County of Miami-Dade


BEFORE ME the undersigned authority, on May \_\_\_\_, 2001, personally appeared  
 who by me, being first duly cautioned and sworn, deposes and says:

1. That the Affiant is a Director and President of the following described corporation:  
  
Management Services of South Beach, Inc.  
Document Number: P99000085399  
Filed September 27, 1999
2. That Affiant is aware that the corporation has been Administratively Dissolved.
3. That Affiant has no intention of reinstating the corporation and hereby releases the name for use to another entity.

FURTHER AFFIANT SAYETH NAUGHT.

  
Printed Name: Kurt Mandy

State of Florida  
County of MIAMI-DADE

The foregoing instrument was sworn to before me MAY \_\_\_\_, 2001, by   
who is personally known to me or who produced a driver's license as identification and who did take an oath.

  
Notary Public  
Notary Printed Name: HOMER ESCAMILLA

My Commission Expires: MARCH 23, 2002

Notary Seal



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**ARTICLES OF INCORPORATION  
OF  
MANAGEMENT SERVICES OF SOUTH BEACH, INC.**

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is: MANAGEMENT SERVICES OF SOUTH BEACH, INC. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is: 837 4<sup>th</sup> Street, Apt. #4, Miami Beach, Florida 33139.
- THIRD:** The corporation is authorized to issues 1,000 shares of common stock, per value \$.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 218 Almeria Avenue, Coral Gables, Florida 33134.
- FIFTH:** The name and address of the incorporator of the Corporation is: Thomas G. Sherman, Esq., 218 Almeria Avenue, Coral Gables, Florida 33134.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial directors of the Corporation are:
- Kurt Moody  
837 4<sup>th</sup> Street  
Apt. #4  
Miami Beach, Florida 33139
- and
- Gene Moody  
837 4<sup>th</sup> Street  
Apt. #4  
Miami Beach, Florida 33139
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH:** The corporate existence of the Corporation shall

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commence on the date of filing with the Secretary of  
State.

IN WITNESS WHEREOF, the undersigned incorporator has executed  
these Articles of Incorporation this 2 day of MAY, 2001.

  
\_\_\_\_\_  
THOMAS G. SHERMAN, INCORPORATOR

This instrument prepared by:  
Thomas G. Sherman, Esq.  
218 Almeria Avenue  
Coral Gables, Florida 33134

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ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

  
Print Name: Thomas G. Sherman

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