

P01000077446

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000087992 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

01 AUG - 7 PM 1:18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

Kendall Sterling, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

H01-87992

**ARTICLES OF INCORPORATION
OF
KENDALL STERLING, INC.**

ARTICLE I -- NAME

The name of this corporation is Kendall Sterling, Inc.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

2665 South Bayshore Drive
Suite 1200
Coconut Grove, Florida 33133.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2665 South Bayshore Drive
Suite 1200
Coconut Grove, Florida 33133;

and the name and address of the initial registered agent of this corporation are:

<u>Name</u>	<u>Address</u>
Jeffrey L. Berkowitz	2665 South Bayshore Drive Suite 1200 Coconut Grove, Florida 33133.

01 AUG -7 PM 1:18
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H01-87992

H01-87992

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Jeffrey L. Berkowitz	2665 South Bayshore Drive Suite 1200 Coconut Grove, Florida 33133.

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Jeffrey L. Berkowitz	2665 South Bayshore Drive Suite 1200 Coconut Grove, Florida 33133.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

AUG. -07' 01 (TUE) 10:29 BILZIN, SUMBERG, ET. AL

TEL:305-374-7593

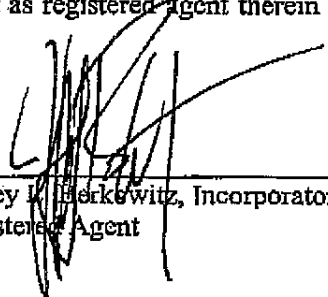
P. 004

H01-87992

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 7th day of August, 2001.



Jeffrey M. Berkowitz, Incorporator and
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG -7 PM 1:18

V71982X05517\# 521745 v 1