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54 S.W. BOCA RATON BOULEVARD  
BOCA RATON, FL 33432-4708

EDWARD B. COHEN  
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\* ALSO ADMITTED IN DISTRICT OF COLUMBIA  
AND NEW YORK  
\*\* ALSO ADMITTED IN DISTRICT OF COLUMBIA  
AND PENNSYLVANIA

August 17, 2001

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

800004552108--7  
-08/23/01--01042--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Filing Articles of Incorporation for S. DIXIE BUSINESS, INC.

Dear Sir/Madam:

Enclosed please find our law firm's check in the amount of \$78.75 file the enclosed original Articles of Incorporation for S. Dixie Business, Inc. Also enclosed is a self-addressed, stamped envelope for returning the original filed Articles to this office.

Thank you for your prompt attention to this matter Please call the undersigned at (561) 361-9600 should you have any questions.

Very truly yours,

SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.

By: Claudia Liberman  
Claudia Liberman, Legal Assistant

/cjl  
Enclosures

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FILED  
01 AUG 23 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-24-01  
WCC

**ARTICLES OF INCORPORATION**

**OF**

**S. DIXIE BUSINESS, INC.**

**ARTICLE I**

**NAME**

The name of this corporation is

S. DIXIE BUSINESS, INC.

**ARTICLE II**

**PURPOSE**

This corporation is organized for the following purposes:

1. To serve as the general partner in real estate investment companies.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

(a) Par value shall be \$1.00 per share.

(b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him/her from voting thereon.

(c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

#### **ARTICLE V**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 3595 North Dixie Highway, Boca Raton, Florida 33431. The initial registered agent of this corporation is Kenneth Sperber, at 3595 North Dixie Highway, Boca Raton, Florida 33481. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

#### **ARTICLE VI**

##### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director, initially. The name and address of the initial Director of this corporation is:

Kenneth Sperber

3595 North Dixie Highway  
Boca Raton, Florida 33431

#### **ARTICLE VII**

##### **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

#### **ARTICLE VIII**

##### **INCORPORATOR**

The name and address of the person signing these Articles is:

Kenneth Sperber  
3595 North Dixie Highway  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16<sup>th</sup> day of August, 2001.

Kenneth Sperber  
KENNETH SPERBER

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

Sworn to and subscribed before me this 16<sup>th</sup> day of August, 2001, by Kenneth Sperber,  
who is personally known to me (or who has produced \_\_\_\_\_ as  
identification).

NOTARY PUBLIC - STATE OF FLORIDA  
CLAUDIA LYNN LIBERMAN  
COMMISSION # CC828936  
EXPIRES 7/30/2003  
BONDED THRU ASA 1-888-NOTARY1

(SEAL)

Claudia Lynn Liberman  
Print Name: Claudia Lynn Liberman  
Notary Public, State of Florida


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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That S. DIXIE BUSINESS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3595 North Dixie Highway, Boca Raton, Florida 33431 , County of Palm Beach, State of Florida has named Kenneth Sperber, its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at 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.

  
KENNETH SPERBER  
(Registered Agent)

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01 AUG 23 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA