## 94349

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#### FLORIDA PROFIT CORPORATION OR P.A.

CHUTE-SANI, INC.

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### ARTICLES OF INCORPORATION OF CHUTE-SANI, INC.

# SECRETARY OF STATE DIVISION OF CORPORATIONS OI SEP 26 AM 8: 41

#### ARTICLE 1

The name of the corporation is CHUTE-SANI, INC. (the "Corporation").

#### ARTICLE II

The address of the principal office and the mailing address of the Corporation is 18331 N.E. 4th Court, Miami, Florida 33179.

#### ARTICLE III

This Corporation shall have authority to issue one hundred (100) shares of Common Stock having a par value of \$0.01 per share.

#### ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

#### ARTICLE V

The name and address of the Corporation's initial registered office Steven D. Gottlieb, 18331 N.E. 4th Court, Miami, Florida 33179.

#### ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of Directors constituting the initial Board of Directors is Four (4), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Steven D. Gottlieb 18331 N.E. 4th Court Miami, Florida 33179

#### H01000102759

Chana Gottlish 18331 N.E. 4<sup>th</sup> Court Miami. Florida 33179

Jeffrey Kazan 18331 N.E. 4<sup>th</sup> Court Mismi, Florida 33179

Barry Weiss 18331 N.E. 4<sup>th</sup> Court Miami, Florida 33179 DIVISION OF CORPORATIONS
ON SEP 26 AM 8: 41

#### ARTICLE VII

The name of the Incorporator is Steven D. Gottlieb and the address of the Incorporator is 18331 N.E. 4th Court, Miami, Florida 33179.

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 24 day of September, 2001.

Steven D. Gottlieb, Incorporator

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of CHUTE-SANL INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Steven D. Gottlieb

Dated: September 2001