

P02000026941

ROBINSON & ASSOCIATES, P.A.
Attorneys at Law

Raymond L. Robinson
Maurice R. Costa

Park Place II
1501 Venera Avenue, Suite 300
Coral Gables, Florida 33146
Telephone: (305) 662-7618
Facsimile: (305) 662-7617
E-mail: Info@rrobinsonlaw.com

March 4, 2002

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

800005043788--0
-03/05/02--01045--019
*****78.75 *****78.75

Re: Articles of Incorporation of Pinecrest Management, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Pinecrest Management, Inc. along with this firm's check in the amount of \$78.75 representing filing fees.

Thank you for your cooperation.

Sincerely,



Donna Shaffer,
Legal Assistant to
Raymond L. Robinson, Esq.

/ds
enclosure

FILED
02 MAR -5 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g3/12

**ARTICLES OF INCORPORATION
of
PINECREST MANAGEMENT, INC.**

I, the undersigned incorporator of this corporation under Florida Statutes 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of this corporation is Pinecrest Management, Inc. The principal place of business and address is: 6751 S.W. 125th Terrace, Miami, FL 33156.

ARTICLE II - PURPOSES

The general nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of common stock of One Dollars (\$1.00) par value.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - DURATION

This corporation is to have perpetual existence until dissolved in accordance with Florida law.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED
02 MAR - 2 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is Raymond L. Robinson, Esq., Robinson & Associates, P.A., Attorneys at Law, 1501 Venera Avenue, Suite 300, Coral Gables, Florida 33146.

ARTICLE VIII - DIRECTORS

The initial number of directors of this corporation shall be one (1). The number of directors may be either increased or decreased from time to time by the By-laws but shall never be less than one (1).

The names and addresses of the members of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

<u>Name</u>	<u>Address</u>
Lambert Jacobs	6751 S.W. 125 Terrace, Miami, FL 33150

ARTICLE IX - OFFICERS

The initial number of officers of this corporation are as follows: The initial officer(s) is(are) as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Lambert Jacobs	President/Secretary Director	6751 S.W. 125 Terrace Miami, FL 33150

ARTICLE X - SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Lambert Jacobs	6751 S.W. 125 Terrace, Miami, FL 33150

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated: February 26, 2002.

 (Seal)
LAMBERT JACOBS

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared LAMBERT JACOBS, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation and who acknowledged before me that he made and subscribed the same for purposes therein mentioned and set forth.

WITNESS my hand and official seal at said County and State this 26th day of February, 2002.


Notary Public

State of Florida at Large

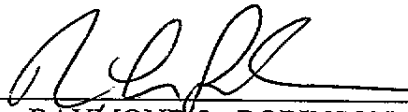
My commission expires:

OFFICIAL NOTARY SEAL
RAYMOND L ROBINSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD030729
MY COMMISSION EXP. JUNE 26, 2005

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

THAT PINECREST MANAGEMENT, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 6751 S.W. 125 TERRACE, MIAMI, FLORIDA 33156, HAS NAMED RAYMOND L. ROBINSON, ESQ., OF ROBINSON & ASSOCIATES, P.A., ATTORNEYS AT LAW, LOCATED AT 1501 VENERA AVENUE, SUITE 300, CORAL GABLES, FLORIDA 33146 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature 
RAYMOND L. ROBINSON, ESQ.
Dated 2/26/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature 
RAYMOND L. ROBINSON, ESQ.

Title: Registered Agent

Dated 2/26/02

FILED
MAR -5 PM 12:57
02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA