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Ralph W. Symons, P.A.

ATTORNEY AT LAW

2575 SOUTH BAYSHORE DRIVE, SUITE 3-A
COCONUT GROVE, FLORIDA 33133
TELEPHONE (305) 858-2000
FAX 858-1657

KATHY L. HOUSTON
CERTIFIED LEGAL ASSISTANT

February 15, 2002

Secretary of State
Corporate Division
Tallahassee, Florida 32304

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*****83.75 *****83.75

Re: Our File No. : 021-50085
Re. : HRTS Properties, Inc.

Gentlemen:

Enclosed you will find Articles of Incorporation for HRTS Properties, Inc., and our check in the amount of \$83.75.

Please provide us with a certified copy of the Articles. Thank you for your kind cooperation.

Sincerely yours,

Ralph W. Symons
For the Firm

RWS/vm

FILED
02 MAY 14 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

**OF
HRTS PROPERTIES, INC.**

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ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is HRTS PROPERTIES, INC. and its principal place of business shall be located at 1798 West Flagler Street, Miami, Florida 33135.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1798 West Flagler Street, Miami, Florida 33135, and the name of the initial registered agent of this corporation at that address is Nate Schulberg.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until a successor or successors shall be elected or appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name

Helen Schulberg

Address

1798 West Flagler Street
Miami, Florida 33135

ARTICLE VIII - OFFICERS

The names and addresses of the initial officer of the corporation, who shall serve until her successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Helen Schulberg President/VP/Secretary	1798 West Flagler Street Miami, Florida 33135

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Helen Schulberg	1798 West Flagler Street Miami, Florida 33135

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: February 11, 2002.


By 
Helen Schulberg
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that HRTS PROPERTIES, INC., desiring to organize or qualify under the laws of the State of Florida, has named NATE SCHULBERG, located at 1798 West Flagler Street, Miami, Florida 33135, as its agent to accept service of process within Florida.

Dated: February 11, 2002.

By 
Helen Schulberg
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: February 11, 2002.

By 
Nate Schulberg
Registered Agent

FILED
02 MAY 14 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA