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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Kraftsow Management, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
KRAFTSOW MANAGEMENT, INC.**

**(a Florida corporation, for profit)**

The undersigned incorporator, for the purpose of forming a corporation for profit pursuant to the laws of the state of Florida, hereby adopts the following Articles of Incorporation.

**ARTICLE 1  
NAME**

The name of the corporation shall be **KRAFTSOW MANAGEMENT, INC.** (the "Corporation").

**ARTICLE 2  
PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes, as now exists or may be amended.

**ARTICLE 3  
TERM OF EXISTENCE**

The Corporation shall exist perpetually or until dissolved pursuant to law.

**ARTICLE 4  
CAPITAL STOCK**

The Corporation is authorized to issue One Thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE 5  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

Until changed, the principal place of business and mailing address of the Corporation shall be 7411 Fisher Island Drive, Miami Beach, Florida 33109.

**ARTICLE 6  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of the Corporation shall be at 7411 Fisher Island Drive, Miami Beach, Florida 33109. The initial registered agent of the Corporation at such address shall be Stanley A. Kraftsow.

**ARTICLE 7  
INCORPORATOR**


The name and address of the incorporator of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Stanley A. Kraftsow	7411 Fisher Island Drive Miami Beach, FL 33109

**ARTICLE 8  
INDEMNIFICATION**

Every director and officer of the Corporation (and the directors and/or officers as a group) shall be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees (at all trial and appellate levels), reasonably incurred by or imposed upon him, her or them in connection with any proceeding, litigation or settlement in which he or she may become involved by reason of his or her being or having been a director or officer of the Corporation; provided, that in the event of a settlement, the indemnification herein shall apply only when the Board has approved such settlement and reimbursement as being in the best interests of the Corporation. The foregoing provisions for indemnification shall apply whether or not he or she is a director or officer at the time such expenses are incurred. Notwithstanding the above, in instances where a director or officer admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnifications to which a director or officer may be entitled whether by statute or common law.

IN WITNESS WHEREOF, the Incorporator has hereunto set his hands and caused these Articles of Incorporation to be executed this 1 day of November, 2007.

  
\_\_\_\_\_  
Stanley A. Kraftsow, Incorporator

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

The undersigned, having been designated as agent for service of process for Kraftsow Mangement, Inc., within the State of Florida at the place designated in the foregoing Articles of Incorporation, does hereby accept the appointment as such agent for Kraftsow Management, Inc.

Dated as of this 1 day of November, 2007.

  
Stanley A. Kraftsow, Registered Agent

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