

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : THOMAS C. COBB P.A.  
Account Number : 110670000060  
Phone : (305) 571-8062  
Fax Number : (305) 571-8063

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**DESIGN MIAMI III, INC.**

Certificate of Status	1
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Help



September 25, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

THOMAS C COBB PA

SUBJECT: DESIGN MIAMI III, INC. TO MAIL IN 100  
REF: W08000044495

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Becky McKnight  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H08000222439  
Letter Number: 608A00051538

Dacra  
Miami Design District  
3841 NE 2nd Avenue, Suite 400  
Miami, FL 33137  
t 305 531 3700  
f 305 531 6102  
dacra.com



September 25, 2008

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attn: Becky McKnight  
Regulatory Specialist II  
New Filing Section

**RE: Letter Number 608A00051538 – Design Miami III, Inc. – Ref. W08000044495**

Dear Ms. McKnight:

Please be advised that our office has filed Design Miami III, LLC, document number L08000090845, on September 24, 2008. We would also like to file for Design Miami III, Inc. per the referenced letter number.

We have attached your letter of today's date and the complete document, including the electronic filing cover sheet.

Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, appearing to read "Linda Ebin".

Linda Ebin  
General Counsel

LE/vvp  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
DESIGN MIAMI III, INC.**

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

**ARTICLE I**

**NAME**

The name of this corporation shall be DESIGN MIAMI III, INC.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**Preparer:**

*Linda Ebin, Esquire  
3841 NE 2<sup>nd</sup> Avenue, Suite 400  
Miami, Florida 33137  
(305) 531-8700  
FL Bar No.: 0318590*

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#### ARTICLE IV

##### TERM OF EXISTENCE

This corporation shall commence its existence on the date of filing of these articles with the Secretary of State of Florida, and shall have perpetual existence.

#### ARTICLE V

##### REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Linda Ebin  
3841 NE 2<sup>nd</sup> Avenue, Suite 400  
Miami, Florida 33137

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

#### ARTICLE VI

##### BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VII

##### INITIAL DIRECTORS

The name of the initial director and president of this Corporation and his street address is:

Craig Robins  
3841 NE 2<sup>nd</sup> Avenue, Suite 400  
Miami, Florida 33137

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The person named as the initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

## ARTICLE VIII

### PRINCIPAL OFFICE

The principal office of the corporation is as follows:

3841 NE 2<sup>nd</sup> Avenue, Suite 400  
Miami, Florida 33137

## ARTICLE IX

### INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Linda Ebin  
3841 NE 2<sup>nd</sup> Avenue, Suite 400  
Miami, Florida 33137

## ARTICLE X

### CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

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**ARTICLE XI**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 24<sup>th</sup> day of September, 2008.

  
\_\_\_\_\_  
Linda Ebin

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FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 607.0501, Florida

Statutes, the following is submitted, in compliance with said Statutes:

That DESIGN MIAMI III, INC., desiring to organize under the laws of the State of Florida, with its principal office at: 3841 NE 2<sup>nd</sup> Avenue, Suite 400, Miami, Florida 33137, has named **LINDA EBIN**, located at 3841 NE 2<sup>nd</sup> Avenue, Suite 400, Miami, Florida 33137, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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 accept the appointment as registered agent and 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.



Linda Ebin

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