

**Florida Department of State
Division of Corporations
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**FLORIDA PROFIT/NON PROFIT CORPORATION
LAUDERHILL SM, INC.**

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LAUDERHILL SM, INC.**

ARTICLE I - NAME

The name of this corporation is LAUDERHILL SM, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, each share having a par value of \$0.01.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401.

and the name and address of the initial registered agent of this corporation are:

Sharon Beiner
625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401.

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Barbara Gaziano
625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two people. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be less than two. The name and address of the initial director of this corporation are:

David N. Khoury
625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401

George W. Banks
625 North Flagler Drive,
Suite 675
West Palm Beach, Florida 33401.

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


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TALLAHASSEE, FLORIDA

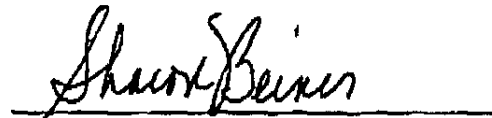
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as Incorporator thereof therein as of the 7th day of March, 2011.


Barbara Gaziano
Incorporator

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, Sharon Beiner, which has been designated in the foregoing Articles of Incorporation as registered agent for the corporation therein named, hereby agrees that (i) she accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) she is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: as of March 7, 2011.


Sharon Beiner
Registered Agent

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