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1/9/95 1:45 PM GEIGER, KASDIN, HELLER & KUPERSTEIN, DIV OF CORP...

1/09/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131- 2- 18-0000
CONTACT: BEVERLY O RIEDY
PHONE: (305) 372-5000
FAX: (305) 372-0052

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: 5431, INC.
FAX AUDIT NUMBER: H95000000298
DATE REQUESTED: 01/09/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 13:45:46
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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ENTER SELECTION AND <CR>:

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1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131- 2- 18-0000

1/10/95
RECEIVED
JAN 10 1995
10:34 AM

RECEIVED

SENT BY:

1- 0-05 : 4:12PM GEIGER KASDIN HELLER DIV OF CORPORATIONS# 2/ 5

PA#: H95-298

**ARTICLES OF INCORPORATION OF
5431, INC.**

**ARTICLE I
NAME**

The name of the Corporation is 5431, INC.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office of the corporation is: 6984 Collins Avenue, Miami Beach, Florida 33141.

**ARTICLE V
MAILING ADDRESS**

The mailing address of the corporation is: 6984 Collins Avenue, Miami Beach, Florida 33141.

Keith J. Blum, Esq.
GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-6000
Facsimile: (305) 372-0052
Florida Bar Number: 0879185

SENT BY:

1- 9-05 : 4:13PM :GEIGER KASDIN HELLER+ DIV OF CORPORATIONS:# 0/ 5

FA#: H95-298

**ARTICLE VI
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is NEISEN O. KASDIN, ESQ.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles is:

| <u>Name</u> | <u>Address</u> |
|-----------------------|---|
| NEISEN O. KASDIN, ESQ | 1428 Brickell Avenue 6th Floor Miami, Florida 33131 |

**ARTICLE IX
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE X
AMENDMENT**

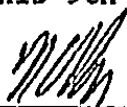
This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

SENT BY:

1- 9-95 : 4:13PM GEIGER KASDIN HELLER- DIV OF CORPORATIONS: # 4/ 5

FA#: H95-298

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of January, 1995.

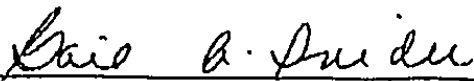


Nelson O. Kasdin

STATE OF FLORIDA :
 : BB:
COUNTY OF :

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Nelson O. Kasdin, who is personally known to me or who produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this 6th day of January, 1994.



NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



GAIL A SNYDER
My Commission CD41061
Expires Sep. 28, 1998
Bonded by HAJ
800-422-1665

SENT BY:

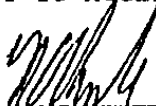
1- 9-05 : 4:13PM :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 5/ 5

FA#: H95-298

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT 5431, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED NEISEN O. KASDIN, ESQ., LOCATED AT 1428 BRICKELL AVENUE, 6TH FLOOR, MIAMI, DADE COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.




Neisen O. Kasdin

Incorporator
TITLE

DATE

1/8/95

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



Neisen O. Kasdin