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Charter Number Only

1/9/95

Requester's Name  
LEVINE MICHAEL  
Address  
633 NE 167 ST. #501  
N MIAMI BEACH FL 33160  
City State ZIP Phone

VALIDATION ONLY

400001374574  
-01/10/95--01014--028  
\*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

SANDALS, UNLIMITED  
INCORPORATED

FILED  
JAN 10 PM 2:17  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> k                          |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Will Wait                 | <input type="checkbox"/> Call If Problem    | <input type="checkbox"/> Mail Out                   |
| <input checked="" type="checkbox"/> Walk In        | <input checked="" type="checkbox"/> Pick Up |   |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

H. SIMS JAN 10 1995

Image Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

We, the undersigned subscribers of these Articles of Incorporation, natural persons, competent to contract, and desiring to form a corporation under the laws of the State of Florida, hereby certify as follows:

ARTICLE I

The name of the corporation is: SANDALLS, INCORPORATED

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock, \$.001 par value.

ARTICLE IV

The amount of capital of which the corporation will begin business shall be not less than \$ 500 dollars.

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ARTICLE V

This corporation shall have perpetual existence beginning on and as of the date of incorporation.

ARTICLE VI

The principal office of this corporation shall be located at: 633 N.E. 167th Street, Suite 501, N. Miami Beach, Florida 33162 or at such other place as may later be designated by the Board of Directors with branch offices in such other cities, towns, states or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than five nor more than ten directors as shall from time to time be designated in the by-laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

ARTICLE VIII

The names and addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of corporate existence

of until their successors are duly qualified are:

SONDRA TRUST  
President  
633 N.E. 167th Street  
Suite 501  
No. Miami Beach, Fl 33162

ALLEN WEINSTEIN  
Vice-president  
633 N.E. 167th Street  
Suite 501  
No. Miami Beach, Fl 33162

SCOTT WEINSTEIN  
Secretary-Treasurer  
633 N.E. 167th Street  
Suite 501  
No. Miami Beach, Fl 33162

said directors being 21 years of age or older and citizens of the United States of America.

ARTICLE IX

The name and address of the subscriber of the Articles of the Incorporation is:

MICHAEL LEVINE  
633 N.E. 167th Street  
Suite 501  
No. Miami Beach, Fl 33162

ARTICLE X

The by-laws of this corporation may be created, amended, or changed by the stockholders or the directors at any regular or duly scheduled special meeting.

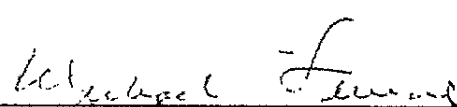
ARTICLE XI

This corporation shall have in addition to a President and Secretary-Treasurer such additional officers as may be designated from time to time and under authorization of its by-laws.

ARTICLE XII

All officers, agents and factors, shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any person may hold two or more offices.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this \_\_\_\_\_ day of January, 1995.

  
\_\_\_\_\_  
MICHAEL LEVINE, Incorporator

STATE OF FLORIDA )  
 )  
COUNTY OF DADE )

I HEREBY CERTIFY that on the 16<sup>th</sup> day of January, 1995 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments:

Michael Levine  
MICHAEL LEVINE, Incorporator

TO ME well known, and known to me to be the person(s) who executed the foregoing Article of Incorporation, who hereby acknowledges that they signed and executed the same for its uses and purposes herein stated. In witness whereof, I hereunto set my hand and seal at Miami, Florida this day and year above written.

Gloria Levine  
NOTARY PUBLIC

STATE OF FLORIDA

MY COMMISSION EXPIRES:



GLORIA LEVINE  
My Commission CG120646  
Expires Jul 10 1995

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHICH PROCESS MAY SERVED.

Pursuant to chapter 48. 091 statute, the following is submitted in compliance with said act:

I, MICHAEL LEVINE, Incorporator.

Desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named MICHAEL LEVINE, 633 N.E. 167th Street, Suite 501, No. Miami Beach, FL 33162 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office at:

Michael Levine  
REGISTERED AGENT, MICHAEL LEVINE

Dated this 6<sup>th</sup> day of January, 1995

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