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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

CONTACT: LYNN FRIEDMAN

PHONE: (305) 358-2571

FAX: (305) 358-7832

MIAMI FL 33136-28902920-

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: JEFF'S ENTERPRISES, INC.

FAX AUDIT NUMBER: H95000001068

CURRENT STATUS: REQUESTED

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FLORIDA DEPARTMENT OF STATE
Sandra B. Minetham
Secretary of State

January 23, 1996

ACE INDUSTRIES, INC.

MIAMI, FL

SUBJECT: JEFF'S ENTERPRISES, INC.
REF: W95000002037

of South Florida, Inc.

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Beth Register
Corporate Specialist Supervisor

FAK Aud. #: H95000001068
Letter Number: 195A00003744

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

H95-1068

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, (F.S. 607) do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name and address of the corporation is:

JEFF'S ENTERPRISES OF SOUTH FLORIDA, INC.
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "to engage in any lawful business activity for which corporations may be incorporated under the Florida General Corporation Act, (F.S. 607)".

ARTICLE IV

The aggregate number of shares which the corporation is authorized to be issued is One Thousand (1,000) Shares. Such shares shall be of a single class (capital stock), shall be

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ACE INDUSTRIES, INC.
84 NW 11th Street
Miami, FL 33136
305-358-2571

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One dollar (\$1.00) per share par value, and shall be known as Section 1244 Stock as such stock term is defined in the Internal Revenue Code.

ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Director(s).

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least One thousand(\$1,000.00) Dollars.

ARTICLE VII

The street address of the initial principal office of the corporation is:

11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

The initial Registered Agent at such address is:

JEFFREY M. GREENBERG

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ARTICLE VIII

The number of Director(s) constituting the initial Board of Directors of the corporation is one (1). The name and address of the person (s) who is to serve as member of the initial Board of Director(s) is:

JEFFREY M. GREENBERG, PRES.
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

ARTICLE IX

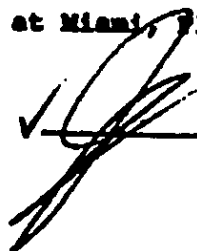
The name and address of each incorporator and the number of shares of stock each agrees to take is:

JEFFREY M. GREENBERG (500 SHARES)
11790 SW 89TH STREET
MIAMI, FLORIDA 33186

ARTICLE X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Florida.



PRESIDENT

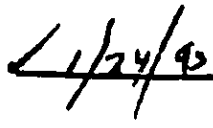
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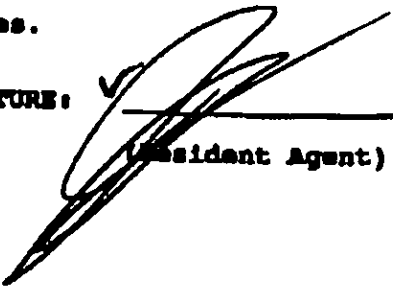
Certificate designating place of business or domicile for the service of process within Florida, naming agent upon who proceeds may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that JEFFREY M. GREENBERG, is desiring to organize or qualify under the laws of the State of Florida with its principle place of business at city of MIAMI, State of FLORIDA, has named JEFFREY M. GREENBERG located at 11790 SW 89th Street. city of MIAMI, State of FLORIDA, as its agent to accept service of process within Florida.

SIGNATURE: TITLE:  PresidentDATE:  1/24/93

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 this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: 

(Resident Agent)

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