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PUBLIC ACCESS SYSTEM (((H95000001201)))

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TO: DIVISION OF CORPORATIONS DEPARTMENT OF STATE FROM: EMPIRE CORPORATE KIT COMPANY 1492 W FLAGLER ST

STATE OF FLORIDA

SUITE 200 409 EAST GAINES STREET

MIAMI FL 33135-TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT FAX: (904) 922-4000 PHONE: (305) 541-3694

FAX: (305) 541-3770 (((H95000001201))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MORRICH HOLDINGS, INC.

FAX AUDIT NUMBER: H95000001201 CURRENT STATUS: REQUESTED DATE REQUESTED: 01/30/1996 TIME REQUESTED: 14:01:14

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ARTICLES OF INCORPORATION

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MORRICH HOLDINGS, INC.

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is MORRICH HOLDINGS, INC. (the "Corporation").

SECOND: The street address of the initial principal office and mailing address of the Corporation is c/o Broad and Cassel, Mismi Center, 201 South Biscayne Boulevard, Sults 3000, Mismi, Florida 33131.

THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 per share.

FOURTH: The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.

FIFTH: The name and address of the incorporator of the Corporation is: Irving Shimoff, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miaml, Florida 33131.

SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

SEVENTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IRVING SHIMOFF (FBN. OZL) (201) (205) 373. 9400 201 S. BISC. BLUD. SUITE SOOD MIRMI. FL 33131

213.10427/0012/17901.27A

EIGHTH:

MINTH:

The corporate existence of the Corporation shall commence upon the filling of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of January, 1995.

Irving Shimoff, Incorporator

RUS LOUG UUC YH

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SHRVICES, INC.

Justa T. Wilson Vice President



PLEASE READ ALL INSTRUCTIONS GEFORE COMPLETING THIS FLORIDA DEPARTMENT OF STATE **APPLICATION** Sandra B. Mortham FOR 1996 DEC 31 PH 2: 26 Secretary of State REINSTATEMENT DIVISION OF CORPORATIONS SECRETARY OF STATE TALLAHASSEE, FLORIDA DOCUMENT # P95000007798 1 Corporation Name Morrich Holdings, Inc. Principal Place of Business Mailing Address DO NOT WRITE IN THIS SPACE
4. Date Incorporated or Qualified
To Do Business in Florida
1/30/95 If above addresses are incorrect in any way, line through incorrect information and enter correction below. 2. New Principal Office Address, Il Applicable 3. New Mailing Address, If Applicable 3100 North Ocean Blvd. 3100 North Ocean Blvd. Suite, Apt. W. etc. Suite, Apt. #, etc. 5. FEI Number Applied For City & State City & State 65-0562210 Not Applicable Fort Lauderdale, Ft. Lauderdale. ^{Z_{in}}33308 S8 75 Additional Fee req USA 33308 Country CERTIFICATE OF STATUS DESIRED feer in Committee after of the ar-7. Numes and Street Addresses of Each Officer and/or Director. (Florida nonprolit corporations must list at least 3 directors) Name of Officers Street Address of Each Title(s) Officer and/or Director (Do NOT Use Post Office Box Numbers) City / State / Zip and/or Directors P,S,D Morris Richter 3100 North Ocean Blvd. Ft. Lauderdale, FL B. Name and Address of Current Registered Agent 9. Name and Address of New Registered Name B & C Corporate Services, Inc. Morris Richter
Street Address (P.O. Box Number is Not Acceptable) 201 S. Biscayne Blvd., Suite 3000 3100 North Ocean Blvd Mismi, FL 33131 Suite, Apt. #, Etc. Ft Lauderdale 10. It being appointed the registered agent of the above named corporation, am familiar with an accept the obligations of Section 607.0505, F.S. Signature of Registered Agent REGISTERED AGENT MUST SIGN 11. Does this corporation pay any intangible tax to the (See other side for information Dept. of Revenue under S. 199.032, Florida Statutes. on intangible (ax.) 12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607,0401 or 617,0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under eath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED HAME OF SIGNING OFFICER OR DIRECTOR

Morris Richter, President 12/30/96 (954) 568-41

Davtime Phone #

Date

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222 0393 FAX

800-342-8086

P32902



ACCOUNT NO. : 072100000032

REFERENCE : 206681

4329904

AUTHORIZATION

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COST LIMIT : \$ 375.00

ORDER DATE: December 31, 1996

ORDER TIME : 12:13 PM

ORDER NO. : 206681-005

CUSTOMER NO: 4329904

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CUSTOMER: David J. Powers, Esq

Broad And Cassel

Suite 300

7777 Glades Road

Boca Raton, FL 33434

DOMESTIC FILINGS

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PLEASE	RETURN THE	FOLLOWI	NG AS PR	OOF OF F	'ILING:	ATIO	<u>.</u>
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CONTACT	PERSON:	Gail Wil	liams				

EXAMINER'S INITIALS