

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

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ACCOUNT NO. : 072100000032

REFERENCE : 545580 4656A

AUTHORIZATION : *Patricia Pijet*

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CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

NEED TODAY

DOMESTIC FILING

P95000014083

NAME: TRESOR HOLDINGS, INC.

Please note the effective date!

XXXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

EFFECTIVE DATE
2-16-95

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

TR
2-20-95
02/A

GREENBERG ATTORNEYS AT LAW TRAURIG

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Jeffrey A. Hirsch
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Samantha D. Malloy
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Arnold J. Hoffman, of Counsel
Patrick T. O'Brien, of Counsel
Allan Salovin, of Counsel
Paul E. Shapiro, of Counsel
H. Allan Shore, of Counsel
Craig E. Stein, of Counsel
Marc M. Watson, of Counsel
Julie A.S. Williamson, of Counsel
Zachary H. Wolff, Retired

Elizabeth C. Galvin, L.A.
305-789-5449

February 17, 1995

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: TRESOR HOLDINGS, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



**ARTICLES OF INCORPORATION
OF
TRESOR HOLDINGS, INC.**

EFFECTIVE DATE
2-16-95

FILED
95 FEB 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is TRESOR HOLDINGS, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is: 446 Collins Avenue, Miami Beach, FL 33139.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131 and the name of its initial registered agent at such office is **Marshall R. Pasternack**.

ARTICLE VI

This corporation shall commence its existence effective as of **February 16, 1995**.

ARTICLE VII

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified is:

THOMAS KRAMER
446 Collins Avenue
Miami Beach, FL 33139

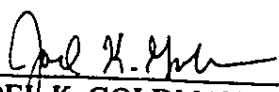
ARTICLE VIII

The name of the Incorporator is Joel K. Goldman and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE IX

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 17th day of February, 1995.



JOEL K. GOLDMAN, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of TRESOR HOLDINGS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



MARSHALL R. PASTERNAK, Registered Agent

Dated: February 17, 1995.