LAW OFFICES OF

John W. Case, Esquire
ATTORNEY AND COUNSELOR AT LAW

2900 EAST OAKLAND PARK BOULEVARD THIRD FLOOR FORT LAUDEFIDALE, FLORIDA 33306

TELEPHONE (305) 564-0550



FAX 9305) 564-8666

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32301

RE: Articles of Incorporation for five corporations

Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation for five new corporations, together with a Resident Agent form and our check in the amount of \$ 612.50 representing payment of the following for each of the corporations:

> Filing Fee: 35.00 Certified Copy of Charter 52.50 Resident Agent Certificate 35.00

> \$ 122.50 TOTAL X

TOTAL AMOUNT ENCLOSED

\$ 612.50

Very truly yours,

Assistant

pm

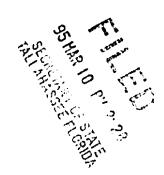
Enclosure(s)

"胡尔维万日美华 自由运行社

## ARTICLES OF INCORPORATION

<u>or</u>

#### ANDOVER, INC.



## ARTICLE I - NAME - LOCATION

The name of this corporation is ANDOVER, INC., located at 4335

Ocean Drive (AlA), Lauderdale-by-the-Sea, Florida 33308; EFFECTIVE DATE

ARTICLE II - DURATION 3-7-95

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles.

## ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

# ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

4335 Ocean Drive, (A1A)

Lauderdale-by-the-Sea, Florida 33308

and the name of the initial registered agent of this corporation at that address is:

Paolo von Nuremberg

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

#### NAME

#### ADDRESS

PAOLO von NUREMBERG

4335 OCEAN DRIVE (A1A)
LAUDERDALE-BY-THE-SEA, FLORIDA 33308

# ARTICLE VIII - INCORPORATOR

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

## <u>NAME</u>

#### **ADDRESS**

PAOLO von NUREMBERG

4335 OCEAN DRIVE (A1A)
LAUDERDALE-BY-THE-SEA, FLORIDA 33308

## ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal  $\epsilon$ ny provisions contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE X - QUALIFICATION UNDER SECTION 1244

This corporation shall qualify under Section 1244 of the Internal Revenue Code and Regulations issued thereunder, and the plan to issue Section 1244 stock shall be adopted by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

March

day of February, 1995.

PAOLO von NUREMBERG

#### STATE OF FLORIDA )

#### COUNTY OF BROWARD)

BEFORE NE, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PAOLO von NUREMBERG who is personally known to me or who has produced \_\_\_\_\_\_ as identification , and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid this day of Hanck February, 1995

Margaret Ann McEntee

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

OFFICIAL NOTARY SEAL MARGARET ANN MCENTEE NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC39968J MY COMMISSION EXP. AUG. 10,1996

SHAR IO P

## ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping said office open.

Paolo von Nuremberg Registered Agent

PREPARED BY:

JOHN W. CASE, ESQUIRE

2900 EAST OAKLAND PARK BOULEVARD, THIRD FLOOR
FORT LAUDERDALE, PL 33306

(305) 564-0550