

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9070
904-222-0101 FAX

800-342-8086



7950002277

ACCOUNT NO. : 072100000032

REFERENCE : 571993 10633A

AUTHORIZATION : *Patricia Pizzit*

COST LIMIT : \$ 122.50

ORDER DATE : April 4, 1995

ORDER TIME : 1:52 PM

ORDER NO. : 571993

500001448445

CUSTOMER NO: 10633A

CUSTOMER: Michael D. Levin, Esq
MICHAEL D. LEVIN, ESQ

Suite 905
2999 Northeast 191st Street
N. Miami Beach, FL 33180

DOMESTIC FILING

NAME: W & R INVESTMENTS INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN APR - 6 1995

FILED
95 APR -5 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 APR -5 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
W & R INVESTMENTS INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

W & R INVESTMENTS INC.

The address of the principal office of this corporation shall be 2999 Northeast 191st Street, Suite 900, North Miami Beach, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ralph Levin Dir.	19707 Northeast 36th Court, #19K North Miami Beach, Florida 33180
Walter S. Kutchins Dir.	264 Northwest 46th Street Boca Raton, Florida 33431

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Walter S. Kutchins Pres.	264 Northwest 46th Street Boca Raton, Florida 33431
Ralph Levin Pres.	19707 Northeast 36th Court, #19K North Miami Beach, Florida 33180
Arlene Lapointe Sec./Treas.	2999 Northeast 191st Street, #900 North Miami Beach, Florida 33180

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on April 5, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*
Its Agent, Gail Shelby

KBR/jwk

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0101 FAX

800-342-8086



P95000027277

ACCOUNT NO. : 072100000032

REFERENCE : 571993 10633A

AUTHORIZATION :

COST LIMIT : *Patricia quit*

ORDER DATE : April 4, 1995

ORDER TIME : 3:19 PM

ORDER NO. : 571993

400001462734

CUSTOMER NO: 10633A

CUSTOMER: Michael D. Levin, Esq
Michael D. Levin, Esq
Suite 905
2999 Northeast 191st Street
N. Miami Beach, FL 33180

CHANGE OF AGENT

NAME: W & R INVESTMENTS INC.

FILED
55 APR 21 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: CAROL HENSAL

4/24
Jon
R.A.
Change

Charter No P25000022277

Date Filed April 5, 1995

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the under-
signed corporation, organized under the laws of the State of Florida, submits the following statement for
the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: W & R Investments, Inc.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
55 APR 24 PM 12:54

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Michael D. Levin

2999 NE 191st St #900

North Miami Beach, FL 33180

4. The street address of its registered office and the street address of the business office of its registered
agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of
the corporation so authorized by the board of directors.

Ralph Levin, VP
(Typed or printed name and title)

Signature *Ralph Levin*
(President or Vice President)

Date 4-10-95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUR-
THER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA
STATUTES.

Please Print/Type Name Michael Levin

Signature *Michael Levin*
(Agent)

Date 4-10-95

