

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-0078  
904-222-0191 FAX

800-342-8086



*19500027293*

ACCOUNT NO. : 072100000032

REFERENCE : 572813 4656A

AUTHORIZATION : *Patricia. Piquit*

COST LIMIT : \$ 70.00

ORDER DATE : April 5, 1995

ORDER TIME : 3:05 PM

ORDER NO. : 572813

CUSTOMER NO: 4656A

CUSTOMER: Sheryl Cohen, Legal Assistant  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

200001418462

DOMESTIC FILING

NAME: MOVA ENTERPRISES, INC.

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

T. BROWN APR - 6 1995  
EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 APR - 5 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
NOVA ENTERPRISES, INC.**

**FILED**  
95 APR -5 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is NOVA ENTERPRISES, INC.  
(hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 10840 Griffing Boulevard, Miami, Florida 33161.

**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	\$ .01	common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons author.ized 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 in the State of Florida is 10840 Griffing Boulevard, Miami, Florida 33161, County of Dade, and the name of its initial registered agent at such office is Moises Vainstein.

#### **ARTICLE VI**

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 (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until his successor is duly elected and qualified is:

Moises Vainstein  
10840 Griffing Boulevard  
Miami, Florida 33161

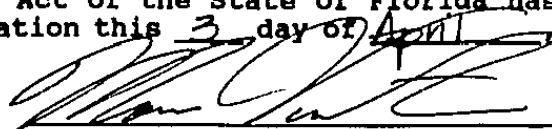
#### **ARTICLE VII**

The name of the Incorporator is Moises Vainstein and the address of the Incorporator is 10840 Griffing Boulevard, Miami, Florida 33161.

#### **ARTICLE VIII**

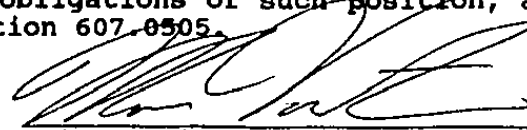
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

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 3 day of April 1995.

  
Moises Vainstein  
Incorporator

#### **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

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

  
Moises Vainstein  
Registered Agent

DATED: April 3, 1995

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-224-9171  
222-0000 FAX

800-342-8086



**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

**P95000027293**

ACCOUNT NO. : 0271000000432

REFERENCE : 936298 4303929

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 30, 1996

ORDER TIME : 10:37 AM

ORDER NO. : 936298

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein  
Greenberg Traurig Hoffman  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

700001801987  
-04/30/96--01099--022  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

DOMESTIC FILINGS

NAME: NOVA ENTERPRISES, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

FILED  
95 APR 30 PM 4:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

5/1

*[Handwritten signature]*  
Vol.  
DSS

**ARTICLES OF DISSOLUTION  
OF  
NOVA ENTERPRISES, INC.**

55 APR 30 PM 4:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Business Corporation Act, **NOVA ENTERPRISES, INC.**, a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is **NOVA ENTERPRISES, INC.**, Document #P95000027293.

2. The Corporation elected to dissolve by unanimous written consent of its sole Shareholder, the votes cast for dissolution being sufficient for approval, and by its sole Director as of April 25, 1996.

IN WITNESS WHEREOF, the undersigned being the President and Secretary of **NOVA ENTERPRISES, INC.**, has executed these Articles of Dissolution on behalf of the Corporation as of the 25th day of April, 1996.

**NOVA ENTERPRISES, INC.,**  
a Florida corporation

By: 

Moises Vainstein  
President and Secretary