

P95000034673
Larry O. Schatzman

A PROFESSIONAL ASSOCIATION

LARRY O. SCHATZMAN

April 26, 1995

SUITE 412
DADELAND TOWERS
9200 SOUTH DADELAND BOULEVARD

Miami, Florida 33156

TELEPHONE (305) 670-1700
TELEFAX (305) 670-1747

Secretary of State
State of Florida
Division of Corporations
The Capitol
Tallahassee, Florida 32304

Re: CERAMERICA, INC.

Gentlemen/Ladies:

Enclosed please find two (2) original sets of the Articles of Incorporation for the above named corporation, for filing.

The filing fee in the amount of \$122.50 is also enclosed. Please return a certified copy of the Articles of Incorporation to our office in the enclosed stamped, self addressed envelope.

Should there be any questions, please do not hesitate to contact the undersigned.

Very truly yours,

LARRY O. SCHATZMAN, P.A.

By: *[Signature]*
Larry O. Schatzman

/cm

Enclosures

cc: CERAMERICA, Inc.

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****122.50 ****122.50

5/4/95
[Circular Stamp]

ARTICLES OF INCORPORATION
OF
CERAMERICA, INC.

BY THESE ARTICLES OF INCORPORATION, the Incorporator forms a corporation for profit under Florida law.

ARTICLE I

NAME

The name of this corporation is CERAMERICA, INC. and its mailing address shall be 8205 S.W. 98th Court, Miami, FL 33173.

ARTICLE II

TERM

This corporation shall commence existence on the subscription and acknowledgement of these Articles, except that in the event the Articles are not filed with the Secretary of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgement hereof, corporate existence shall commence upon filing and shall exist perpetually.

ARTICLE III

PURPOSE

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607 of the Florida Statutes and any amendments or successor Statutes thereto.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

REGISTERED AGENT

The initial Registered Agent for this corporation is LARRY O. SCHATZMAN, ESQ. and the initial Registered Office is 9200 South Dadeland Boulevard, Dadeland Towers, Suite 412, Miami, FL 33156.

FILED
95 APR 28 AM 6:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

DIRECTORS

This corporation shall have a Board of Directors of one (1) director initially. The number shall be fixed by the By-Laws and may be changed from time to time in accordance therewith.

ARTICLE VII

INITIAL OFFICERS AND DIRECTORS

The names and addresses of the members of the first Board of Directors are:

RACHELLE COBA
8205 S.W. 98th Court
Miami, FL 33173

President/Director

ARTICLE VIII

INDEMNIFICATION

The Corporation shall indemnify any officer and Director, including former officers and Directors, in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

ARTICLE IX

AMENDMENT

This Corporation reserves the right to repeal any 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

INCORPORATOR

The name and address of the person signing these Articles is RACHELLE COBA, 8205 S.W. 98th Court, Miami, FL 33173.

DATED: March 8, 1995


RACHELLE COBA

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 8th day of March, 1995 by ROCHELLE COBA, as incorporator, who is personally known to me and did take an oath.

NOTARY PUBLIC:

Signature: Colleen D Mosel

Print Name: Colleen D Mosel
State of Florida at Large
My commission expires:



OFFICIAL SEAL
COLLEEN D. MOSEL
My Commission Expires
Jan. 5, 1997
Comm. No. CC 250151

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the Registered Office designated in the foregoing Articles of Incorporation, the undersigned accepts such designation.

LARRY O. SCHATZMAN, ESQ.