NEUSTEIN & NEUSTEIN, P.A.

ATTORNEYS AND COUNSELORS AT LAW

420 LINCOLN ROAD SUITE 600

MIAMI BEACH, FLORIDA 33139

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1.				
(Согрога	ion Name)	(Document #)	3/0/00/00/1/4/7/5/2 -05/04/95010760	113
2. (Corporat	ion Name)	(Document #)	****122,50 ****12	
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NEW FILINGS	AMENDMENTS		95 88 88	
Profit	Amendment		HAY CRET	
NonProfit	Resignation of R.A., Officer/	Director	(A)	
Limited Liability	Change of Registered Agent		் ந்ஜ பு	
Domestication	Dissolution/Withdrawal		Din a≝ ∪	
Other	Merner			

OTHER FILINGS			
	Annual Report		
	Fictitious Name		
	Name Reservation		

REGISTRATION/ QUALIFICATION		
Foreign		
Limited Partnership		
Reinstatement		
Trademark		
Other		

T. BROWN MAY - 8 1995

Examiner's Initials

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

<u>of</u>

GARY & ALI. INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I NAME OF CORPORATION

The name of the corporation shall be GARY & ALI, INC.

ARTICLE II DURATION

This corporation is to have perpetual existence.

ARTICLE III NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares all at Five (\$5.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE Y CORPORATE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows:

420 Lincoln Road, Suite 600 Miami Beach, Florida 33139

NAME(S)

ARTICLE VI INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows: Charles L. Neustein, Esquire.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have **Two (2)** Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

Gary Battaglino 420 Lincoln Road, Suite 600 Miami Beach, Florida 33139 Alison Neustein 420 Lincoln Road, Suite 600 Miami Beach, Florida 33139

ADDRESS (ES)

ARTICLE VIII INCORPORATORS

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME (8)

ADDRESS (ES)

Gary Battaglino

420 Lincoln Road, Suite 600 Miami Beach, Florida 33139

Alison Neustein

420 Lincoln Road, Suite 600 Miami Beach, Florida 33139

ARTICLE IX AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII AMENDMENT OF ARTICLES

This corporation reserves the right to amend or 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.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

Gary Battaglino

Alison Neustein

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared Gary Battaglino, Alison Neustein to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 2nd day of may, 1995.

My Commission Expires:

NOTARY PUBLIC I-ISING FOCAL State of Florida at Large

MOTATY PURPLY, STATE OF FLOTENA
PYSHA ADELL.
COMMISSION NO: OO-029118
MY COMMISSION EXPIRES
NOV. 03, 1987

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the

desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Charles L. Neustein.

located at Apo Lincon Road, Suiteboo, M.B. Florida, as its registered agent to accept service of process.

ACKNOWLEDGEMENT

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

Charles L. Neustein, Esquire

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared Charles L. Newstein.

to me well known to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal on this 2 rice day of ., 19<u>95</u>. My Commission Expires: NOTARY PUBLIC TILISMO ACIEL State of Florida at Large HOTARY PURIC, STATE OF FLORIDA IYSHA ADELL. N:GaryAli.Art COMMISSION NO. CG-329118 MY COMMISSION EXPIRES NOV. 09, 1997