99HL TORK, NUNDANK CENTER 918 EAST LAS OLAN BOULLVARD FORT LAUDERDALL, FLORIDA 33301 FAX (305) 467-2988 (309) 467-7606

May 3, 1995

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida, 32399

Re: South Florida Kinetics, Inc.

Dear Sirs:

Enclosed please find the original and two copies of the Articles of Incorporation for South Florida Kinetics, Inc. We have enclosed our check in the amount of \$122.50, representing the cost for filing plus a certified copy.

Sincerely,

Timothy J. Hmielewski

TJH/rs Enclosures 000001476020 -05/04/95--01093--003 ****122.50 ****122.50

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ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA KINETICS, INC.

ARTICLE I.

The name of this Corporation is:

South Florida Kinetics, Inc., a Florida corporation.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 1,000 shares of \$1.00 per value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

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ARTICLE VII. 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 VIII.

The street address of the initial registered office of this Corporation is: 515 East Las Olas Boulevard, Suite 1000, SunBank Center, Fort Lauderdale, Florida, 33301, and the name of the initial registered agent of this Corporation at that address is: Timothy J. Hmielewski, Esquire, the principal place of business of the corporation is 11190 Biscayne Boulevard, Miami, Florida, 33132.

ARTICLE IX.

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

LISA ANN KRINSKY 13899 Biscayne Boulevard Suite 301 Miami, Florida 33181

ARTICLE X.

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

TIMOTHY J. HMIELEWSKI, ESQUIRE 515 East Las Olas Boulevard Suite 1000, SunBank Center Fort Lauderdale, Florida 33301

ARTICLE XI.

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservations.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this <u>3rd</u> day of <u>May</u>, 1995.

SOUTH FLORIDA KINECTICS, INC.,

a Florida corporation

TIMOTHY J. MMIELEWSKI, Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared Timothy J. Hmielewski, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that he was known to me, and that an oath was not taken.

WITNESS my hand and official seal, this <u>3rd</u> day of May , 1995, in the County and State aforesaid.

NOTARY PUBLIC

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS -OR DOMOCILE FOR THE SERVICE OF PROCESS WITHIN FLOW NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING $oldsymbol{\wp}$ IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

First that SOUTH FLORIDA KINETICS, INC., a Florida corporation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 11190 Biscayne Boulevard, Miami, Florida, 33132, has named Timothy J. Hmielewski, Esquire, located at 515 East Las Olas Boulevard, Suite 1000, SunBank Center, Fort Lauderdale, Florida, 33301, as its agent to accept service of process within Florida.

SOUTH FLORIDA KINETICS, INC.

a Florida corporation

12700 J. HMAELEWSKI, Incorporator TIMOTHY

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,

JAMIELEWSKI,

Dated____May 3, 1995

STATE OF FLORIDA COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared Timothy J. Hmielewski, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that he was known to me, and that an oath was not taken.

WITNESS my hand and official seal, this 3rd day of May , 1995, in the County and State aforesaid.

> MADELAINE MILLER NOTARY PUBLIC
> MY COMMISSION • CC 459232 My Commission Expires: EXPIRES: February 18, 1999 Bonded Thru Notary Public Underwrit

miller

Decument Number Only C T COMPORATION SYSTEM 900001520979 Requestor's Name -06/22/95--01073--009 *****87.50 *****87.50 660 East Jefferson Street Address Tallahassee, Florida 32301 Phone Zlo City State 904-222-1092 CORPORATION(S) NAME South Florida Kinetics TENC Changed name to: SFK IN. () Profit Amendment () Merger () NonProfit () Limited Liability Company () Mark () Dissolution/Withdrawsi () Foreign) Other () Annual Report () Limited Partnership () Change of R.A. () Reservation () Reinstatement () Fictitious Name () CUS/ G/8 () Photo Copies XCertified Copy () After 4:30 () Call If Problem () Call When Ready ∠k3 Plck Up () Will Walt CHWalk In () Mail Out Name Availability 3:00 PLEASE RETURN EXTRA COPY(S) FILE STAMPED Document 6/14/95 Exeminer Updater Verlier Acknowledgme W.P. Verifier * NNK A COMMENT AND A

CR2E031 (1-89)

FILED RATICLES OF AMENDMENT TO THE ATTICLES OF INCORPORATION OF SOUTH PLORIDA KINETICS, INC

AllASSEE HORROTOR Pursuant to the provisions of \$607.1005 of \$607.005 porida Business Corporation Act (the "Act"), South Florida Kinetics, Inc. (the "Corporation") adopts this Amendment to the Articles of Incorporation as set forth below:

- The name of the Corporation is South Florida Kinetics, Inc .. 1.
- The following amendments to the Corporation's Articles of Incorporation were adopted by the sole director of the Corporation on the 12th day of June, 1995, no shares yet having been issued, in accordance with and in a manner 2 . prescribed by \$607.1005 and \$607.1006 of the Act:
- Articles I and VII are hereby amended in their entirety to read:

<u> ARTICLE I - MAKE</u>

The name of the Corporation shall be SFK, Inc.

ARTICLE VII - AFFILIATED TRANSACTIONS

The Corporation, pursuant to Section 607.0901(5)(c) of the Florida Business Corporation Act expressly elects not to be governed by the provisions of Section 607.0901 thereof.

IN WITNESS WHEREOF, the undersigned sole director has executed the Amendment to the Corporation's Articles of Incorporation this 12th day of June, 1995.

Lisa Ann Krinsky, M.D.,

Director