



62 WHITE STREET
TALLAHASSEE, FL 32301
904-222-1111
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MAY 11 11:40
P 150039186

ACCOUNT NO. : 072100000032

REFERENCE : 600535 82150A

AUTHORIZATION : Patricia Pizuto

COST LIMIT : \$ 122,50

ORDER DATE : May 17, 1995

ORDER TIME : 10:50 AM

ORDER NO. : 600535

CUSTOMER NO: 82150A

300001491578

CUSTOMER: Mr. Marc D. Moel
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: GENUA 1944 CORP.

FILED
95 MAY 17 PM 2:53
SECRET
TALLAHASSEE, FLORIDA

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: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN MAY 17 1995

**ARTICLES OF INCORPORATION
OF
GENUA 1944 CORP.**

FILED
95 MAY 17 PM 2 53
CLERK
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submit the following information

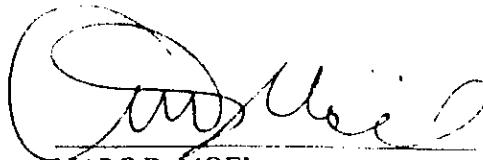
- 1 The name of the corporation is GENUA 1944 CORP
- 2 The duration of the corporation shall be perpetual
- 3 The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter
- 4 The aggregate number of shares which the corporation shall have authority to issue is 1000 NPV shares, all without par value and of one class
- 5 The principal address and mailing address of the corporation will be 5404 BELLEVILLE ROAD, WEST PALM BEACH, FL 33417 and the name of its initial registered agent at such address is RENEE ARONSON
- 6 The number of directors constituting the initial board of directors is ONE and the name and address of each person who is to serve as a member thereof is as follows

RENEE ARONSON, 5404 BELLEVILLE ROAD, WEST PALM BEACH, FL 33417

- 7 The name and address of the sole incorporator is. MARC D MOEL, c/o XL CORPORATE SERVICES, INC , 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation

Dated 05/08/95




MARC D MOEL
Sole Incorporator

ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

FILED
95 MAY 17 PM 2:53
SECRET
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of GENUA 1944
CORP, the within named corporation.

Dated: May 9/95


RENEE ARONSON,
5404 BELLEVILLE ROAD,
WEST PALM BEACH, FL 33417