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95000039769

ACCOUNT NO. : 072100000032

REFERENCE : 601704 81686A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 18, 1995

ORDER TIME : 4:20 PM

ORDER NO. : 601704

CUSTOMER NO: 81686A

CUSTOMER: Mercedes Padin, Esq
KEITH MACK LEWIS COHEN &
LUMPKIN, P.A.
20th Floor
200 South Biscayne Boulevard
Miami, FL 33131

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-05/19/95--0102--004
****122.50 ****122.50

DOMESTIC FILING

NAME: JUST A MATTER OF TIME, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

MAY 19 1995 BSB

RECEIVED
95 MAY 19 AM 10:52
FILED
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
JUST A MATTER OF TIME, INC.**

FILED
95 MAY 19 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

JUST A MATTER OF TIME, I..C.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 500 shares of \$1.00 Dollar par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the date these Articles are executed.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Mercedes Padin

Address of Registered Office

400 Kings Point Drive, #906
North Miami Beach, Florida 33160

ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name

Mercedes Padin

Address

400 Kings Point Drive, #906
North Miami Beach, Florida 33160

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have two (s) directors initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three (3) directors.

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office

400 Kings Point Drive, #906
North Miami Beach, Florida 33160

Mailing Address

400 Kings Point Drive, #906
North Miami Beach, Florida 33160

ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this 9th day of May 1995, at Miami, Florida.


(SEAL)
Mercedes Padin

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES.


Mercedes Padin

Date