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DIVISION OF CORPORATION

SECTION ONLY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 19 AM 10:22

5-17-95

COMPUTERIZED BUSINESS SERVICES

Requestor's Name

16345 W. DIXIE HWY.

Address

NORTH MIAMI BEACH FL 33160

City

State

ZIP

Phone

944-8973

100001494481
-05/19/95--01022--0116
+++122.70 +++122.50

CORPORATION(S) NAME

SHARMA ROW TI INC.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

5/19/95

TS

MPRE Toll Free: 1-800-432-3028

CERTIFICATE OF INCORPORATION
OF
SHIMATA ROW II, INC.

The undersigned subscriber of these Articles of Incorporation, a competent natural person, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The purpose and general nature of the business or businesses to be transacted, conducted and carried on by this Corporation shall be:

1. To acquire, improve and develop real property; to erect dwellings of all kinds and to sell or rent the same; to lay out, grade, pave and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, passes and playgrounds; to buy, sell, mortgage, exchange, lease, hold for investment, or otherwise use and operate real estate of all kinds, improved or unimproved, and any interest or right therein.
2. To take, buy, exchange, lease or otherwise acquire real estate and any interest or right therein, and to hold, own, operate, control, maintain, manage and control, directly or through ownership of stock in any other corporation, any and all kind of buildings, stores, offices, warehouses, mills, shops, factories, machinery and plants, and any and all other structures and erections which may at any time be necessary, useful or advantageous for the purposes of this corporation.
3. To sell, assign and transfer, convey, lease or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real and personal property of the corporation wherever situated, and any and all legal and equitable interests therein.
4. To purchase, sell, lease, manufacture, deal in and deal with every kind of goods, wares and merchandise, rights, chattels, easements, privileges and franchise which may lawfully be purchased, sold, produced or dealt in by corporations in the State of Florida.
5. To purchase, acquire, hold and dispose of the stocks, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds or other obligations, and to exercise in respect thereof all the right, powers and privileges of individual owners, including the right to vote thereon; and to aid in any manner permitted by law any corporation of which any bonds or other securities or evidences of indebtedness or stocks are held by this corporation, and to do any acts or things designed to protect, preserve, improve or enhance the value of any such bonds or other securities or evidences of indebtedness or stock.
6. Any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

The purposes and powers specified in the foregoing clauses of this Article shall, except as otherwise expressly provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause of this or any other paragraph of this Certificate, but the purposes and powers specified in each of the clauses of this Article II shall be construed as independent purposes and powers, and the foregoing enumeration to specific powers shall not be held, and is not intended to limit or restrict in any manner the powers of the Corporation, but is in furtherance and in addition to the general powers conferred upon corporation organized under the Corporation Law of the State of Florida.

ARTICLE III

This corporation shall have an authorized capital stock of 1000 shares of common stock, each having a par value of \$1.00, said stock to be fully paid and non-assessable. There shall be pre-emptive rights accruing to stockholders.

ARTICLE IV

This corporation shall begin business with a capital of not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

This principle office of this corporation in the State of Florida shall initially be at 901 East 10th Avenue, Bay #33, Hialeah, FL 33010.

ARTICLE VII

The management and control of the business of this corporation shall initially be managed by its stockholders, rather than by a Board of Directors, under and in accord with Chapter 607 of the Florida Statutes. It is the intention of the subscriber and incorporator that his corporation shall be a corporation, as defined by the Florida Statutes. However, a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement signifying that a certain amendment of this Certificate of Incorporation be made.

ARTICLE X

Insofar as the same is not contrary to the laws of the State of Florida, no contract or other transaction between the Corporation and any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of its directors, officers

or stockholders is or are interested in or is a member, stockholder, director or officer, or are members, stockholders, directors or officers, individually jointly, may be a part or parties to or may be interested in any contract.

ARTICLE X

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any proceeding to which he be a party, or which he may be involved by reason or his being or having been a director or an officer of the corporation, or any settlement, thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance the event of a settlement, the indemnification herein shall apply only when the stockholders approve such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer or stockholder may be entitled.

ARTICLE XI

It is the intention and purpose of the subscriber to these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate, in order to effectuate the treating of the stock of this Corporation under Section 1244 of the Internal Revenue Code.

ARTICLE XII

The names and street addresses of the first officers and directors of the corporation, who shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
Stuart Semel	President	2365 NE 195th Street North Miami Beach, Florida 33180
David Semel	Secretary/Treasurer	1710 NE 191st Street, #213 North Miami Beach, Florida 33179

ARTICLE XIII

In addition to the purposes and powers granted to the corporation under the provisions of Article II hereof, the corporation shall have the express right, power and authority to become a joint venturer, a general partner and/or limited partner, and may enter into general partnership, limited partnership and/or joint venture agreements with any other persons, firms or corporations involving any proper and lawful business purposes.

ARTICLE XIV

The street address of the initial registered office of this Corporation is 901 East 10th Avenue, Bay #33, Hialeah, Florida 33010; and the name of the initial registered agent of this corporation is STUART SEMEL who by his signature hereafter accepts said appointment.

ARTICLE XV


This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation. Corporate existence shall begin on the 16th day of May, 1995.

ARTICLE XVI

The name and address of the incorporator signing these Articles is:

STUART SEMEL
2365 NE 195th Street
North Miami Beach, Florida 33180

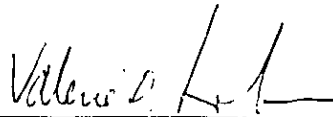
IN WITNESS WHEREOF, the incorporator has hereunto affixed his signature the 16th day of May 1995.


STUART SEMEL - INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

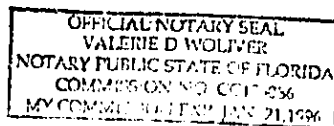
BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgements, personally appeared **STUART SEMEL**, to me well known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed the same for the purposes therein expressed.

WITNESS my hand and official seal at Miami Beach, said County and State above named this 16th day of April, 1995.



Notary Public, State of Florida at Large

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

RECEIVED
SECRETARY OF STATE
JAN 19 1995
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that SHMATA ROW II, INC
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Stuart Semel located at 901 East 10th Avenue, Bay #33, Hialeah, Florida 33010, County of Dade State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

(Registered Agent)

DATED: _____

5/10/95