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5/31/95

FLORIDA DIVISION OF CORPORATIONS

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PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: GRIGER, KASDIN, HELLER & KUPERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131-2-0000

FAX: (904) 922-4000

CONTACT: BEVERLY O RIEDY
PHONE: (305) 372-5000
FAX: (305) 372-0052

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
INC.

NAME: R & F HOLDINGS III,
FAX AUDIT NUMBER: H95000006096

CURRENT STATUS: REQUESTED
TIME REQUESTED: 17:36:51

DATE REQUESTED: 05/31/1995

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076030000723

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: R & F HOLDINGS III, INC.

SENT BY:

5-31-85 : 17:50 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 2/ 4

FA#: H95-6096

**ARTICLES OF INCORPORATION OF
R & F HOLDINGS III, INC.**

**ARTICLE I
NAME**

The name of the Corporation is R & F HOLDINGS III, INC.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 8917 S.W. 150th Court, Circle North, Miami, Florida 33196.

**ARTICLE V
CAPITAL STOCK**

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

Jonathan A. Heller, Esq.
GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Facsimile: (305) 372-0052
Florida Bar Number: 340881

FA#: H95-6096

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5-31-95 : 17:50 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 3/ 4

PA#: H95-6096

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is JONATHAN A. HELLER.

ARTICLE VII
INCORPORATOR

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

Name

Address

ESTHER HELLWIG

1428 Brickell Avenue, 6th Floor
Miami, Florida 33131

ARTICLE VIII
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31st day of MAY, 1995.


ESTHER HELLWIG

PA#: H95-6096

SENT BY:

5-31-95 : 17:51 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 4/ 4

FA#: H95-6096

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT R & F HOLDINGS III, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED JONATHAN A.
HELLER, LOCATED AT 1428 BRICKELL AVENUE, 6TH FLOOR, MIAMI, FLORIDA
33131, DADE COUNTY, FLORIDA, ITS REGISTERED AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA.

Esther Hellwig
ESTHER HELLWIG

Incorporator
TITLE

5/31/95
DATE

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

J. A. Heller
JONATHAN A. HELLER, ESQ.

FA#: H95-6096