

P 950000

Charter Number 42922

5/26/95

RECEIVED

95 MAY 30 PM 2:55

DIVISION OF CORPORATION

GARY R. EDWARDS

Requestor's Name

30801 Biscayne Blvd. #429

Address

Aventura FL 33180

City

State

ZIP

Phone

947-2121

60993

VALIDATION ONLY

000001501660
-05/30/95--01058--025
*****70.00 *****70.00

CORPORATION(S) NAME

White, INC.

FILED
1995 JUN -2 AM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

Profit
 NonProfit

Amendment

Merger

Foreign

Dissolution

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of Registered Agent

Certified Copy

Photo Copies

Certificate Under Seal

Call When Ready

Call If Problem

After 4:30

Walk In

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Pick Up

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

M. CHESSER JUN 1 1995

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5/30/95
TS

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FLORIDA DEPARTMENT OF STATE JUN -2 AM 11:14

Sandra B. Mortham
Secretary of State

DIVISION OF CORPORATIONS

May 30, 1995

EMPIRE

TALLAHASSEE, FL

SUBJECT: WHITE, INC.
Ref. Number: W9500001182

FILED
1995 JUN -2 AM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WHITE, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 595A00027104

ARTICLES OF INCORPORATION
White, Inc.

ARTICLE I-NAME

The name of this Corporation shall be THE WHITE & BLACK, INC.

ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5000) shares of Common Stock with a par value of Ten (\$10.00) Dollars each share, such shares to be designated as "Common Shares".

ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 3300 N.E. 192 street PH-18, Miami, Florida 33180, and the name of the initial registered agent at that address is ROBERT GONZALEZ.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Directors. The name and address of the initial Board of Directors of the Corporation is:

ROBERT GONZALEZ
3300 N.E. 192 Street
#PH-18
Miami, Florida 33180

FILED
1995 JUN - 2 AM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII-INCORPORATORS

The name and address of the Person signing these Articles of Incorporation is:

ROBERT GONZALEZ
3300 N.E. 192 Street
#PH-18
Miami, Florida 33180

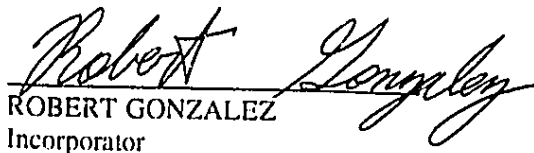
ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any officer or Director or any former Officer or Director to the full extent permitted by-law.

ARTICLE X-AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 25 day of May, 1995.


ROBERT GONZALEZ
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally came and appeared ROBERT GONZALEZ, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 25 day of May, 1995.


NOTARY PUBLIC
STATE OF FLORIDA

DORINE HARTWELL
Notary Public, State of Florida
My Comm. expires Oct 13, 1998
No. CC413240


My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that THE WHITE & BLACK, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 3300 N.E. 192 Street, #PH-18, Miami, Florida 33180 has named ROBERT GONZALEZ, located at 3300 N.E. 192 Street, #PH-18, Miami, Florida 33180, as its agent to accept service of process within Florida.

Dated: 5/25/95


ROBERT GONZALEZ
Incorporator

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


ROBERT GONZALEZ
Incorporator

FILED
1995 JUN -2 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95 0000 42922

MICHAEL A. MASS
ATTORNEY AT LAW
5855 DORIS DRIVE
ALEXANDRIA, VIRGINIA 22311

Telephone (703) 931-6084
Fax (703) 931-8619

February 14, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Filing of Amendment of Articles of Incorporation
for The Black & White, Inc.

Dear Sir or Madam:

100001721471
-02/22/96--01062--007
*****35.00 *****35.00

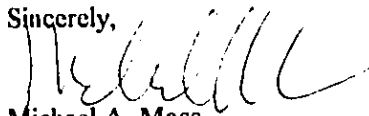
Please find enclosed the Amendment of Articles of Incorporation for The Black & White, Inc. with the Division of Corporations. Please also find enclosed a check drawn to the Department of State in the amount of \$35.00 to cover the filing fees.

After filing please return the documents to my office at the above address.

If you have any questions please let me know.

Thank you.

Sincerely,



Michael A. Mass
Attorney at Law

Enclosures

FILED
96 MAR 12 AM 9:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRC
3/13



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 22, 1996

MICHAEL A. MASS, ATTY
5855 DORIS DR.
ALEXANDRIA, VA 22311

SUBJECT: THE WHITE & BLACK, INC.
Ref. Number: P95000042922

We have received your document for THE WHITE & BLACK, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The date of adoption of each amendment must be included in the document.

THE DATE OF ADOPTION MUST BE A DATE PRIOR TO THE DATE OF RECEIPT IN THIS OFFICE. THIS IS THE DATE WHEN THE DIRECTORS MET AND VOTED TO DISSOLVE THE CORPORATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 696A00007896

RECEIVED
95 MAR 12 AM 8:41
DIVISION OF CORPORATIONS

MICHAEL A. MASS
ATTORNEY AT LAW
5855 DORIS DRIVE
ALEXANDRIA, VIRGINIA 22311

Telephone (703) 931-6084
Fax (703) 931-8619

February 14, 1996

Annual Reports Section
Division of Corporations
P.O. Box 13900
Tallahassee, Florida 32317

Re: Filing of Amendment of Articles of Incorporation
for The White & Black, Inc.
Ref Number P95000042922

Dear Sir or Madam:

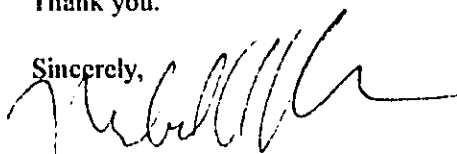
Please find enclosed the Amendment of Articles of Incorporation for The Black & White, Inc. with the Division of Corporations. The check has been previously submitted. The Amendment has been revised as per you request in letter 696A0007896.

After filing please return the documents to my office at the above address.

If you have any questions please let me know.

Thank you.

Sincerely,



Michael A. Mass
Attorney at Law

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 22, 1996

MICHAEL A. MASS
5855 DORIS AVENUE
ALEXANDRA, VA 22311

SUBJECT: THE WHITE & BLACK, INC.
Ref. Number: P95000042922

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

To make changes in the officers, directors and/or registered agent of your corporation, you should file the current year annual report and pay the appropriate fee.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The fee to file your document is \$35.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 596A00002740

MICHAEL A. MASS
ATTORNEY AT LAW
5855 DORIS DRIVE
ALEXANDRIA, VIRGINIA 22311

Telephone (703) 931-6084
Fax (703) 931-8619

January 4, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Filing of Amendment of Articles of Incorporation
for The Black & White, Inc.

Dear Sir or Madam:

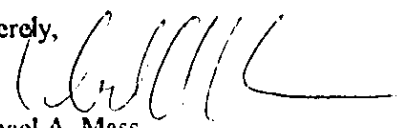
Please find enclosed the Amendment of Articles of Incorporation for The Black & White, Inc. with the Division of Corporations. Please also find enclosed a check drawn to the Department of State in the amount of \$35.00 to cover the filing fees.

After filing please return the documents to my office at the above address.

If you have any questions please let me know.

Thank you.

Sincerely,


Michael A. Mass
Attorney at Law

Enclosures

RECEIVED
95 JAN 17 AM 8:25
DIVISION OF CORPORATIONS

[Faint handwritten notes and stamps at the bottom of the page]

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
THE WHITE & BLACK, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

A. "ARTICLE I-NAME" shall be amended to the following:

"The name of this Corporation shall be: MIAMI RICE, INC."

SECOND: The date of each amendment's adoption shall be the date said Articles of Amendment are filed with the Department of State.

THIRD: The Amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

FOURTH: This Amendment shall be adopted as of the 15th day of February, 1996.

Signed this 15th day of February, 1996.

Signature


LEONARD HAMEROFF
Chairman of the Board of Directors

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