

LAW OFFICES

HAROLD J. TURK, P.A.

1428 BRICKELL AVENUE

MAIN FLOOR

MIAMI, FLORIDA 33131

DADE (305) 372-8889

FAX (305) 372-8924

BROWARD (305) 761-7700

P95000046232

June 7, 1995

Secretary of State  
Division of Corporations  
401 East Gaines Street  
Tallahassee, FL 33314

Re: Equity Communications, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation of Equity Communications, Inc., together with a letter reserving the name of the corporation dated May 30, 1995. Please file same and return a stamped copy to the undersigned in the enclosed self-addressed stamped envelope.

Enclosed is a check in the amount of \$122.50 to cover the cost of filing.

Very truly yours,

Harold J. Turk

HJT/gmr  
Enclosures

FILED  
1995 JUN 12 PM 5:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

400001510704  
-06/12/95--01026--004  
\*\*\*\*122.50 \*\*\*\*122.50



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 30, 1995

NORMAN M. NIERENBERG  
P. O. BOX 560308  
MIAMI, FL 33256-0308

The name EQUITY COMMUNICATIONS, INC has been reserved for 120 days beginning May 30, 1995. The reservation number is R95000002409 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 495A00027004

ARTICLES OF INCORPORATION  
OF  
EQUITY COMMUNICATIONS, INC.

FILED  
1995 JUN 12 PM 5:11  
SECRETARY OF STATE  
TAMPA, FLORIDA

We, the undersigned, being of legal age and competent persons, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation and its initial principal office shall be:

EQUITY COMMUNICATIONS, INC.  
12000 S.W. 88TH AVENUE  
MIAMI, FLORIDA 33176

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
1,000	\$1.00	common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash: at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at 12000 S.W. 88TH AVENUE, Miami, Florida 33176 with the privilege of having its offices and branch offices at other places within or without of State of Florida. The initial registered agent at that address shall be NORMAN NIERENBERG.

#### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

#### ARTICLE VII

The names and addresses of the first Directors of the corporation, who shall hold office for the first year, or until their successors are duly elected and qualified shall be:

<u>Name</u>	<u>Address</u>
NORMAN NIERENBERG	12000 S.W. 88TH AVENUE MIAMI, FLORIDA 33176
ANIL GANATRA	9119 N.W. 38TH DRIVE CORAL SPRINGS, FL 33065

#### ARTICLE VIII

The names and addresses of the Subscribers, and the number of shares of stock they agree to take are:

<u>Name and Address</u>	<u>Number of Shares</u>
NORMAN NIERENBERG	500
ANIL GANATRA	500

#### ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are director or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniarily or otherwise

interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested and shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

#### ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and the dividends due them for any indebtedness of such stockholders to the corporation.

#### ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

#### ARTICLE XII. SPECIAL PROVISION

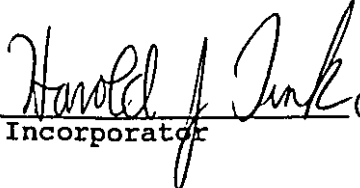
It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

#### ARTICLE XIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Harold J. Turk, Esquire  
1428 Brickell Avenue  
Main Floor  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned, has set his hand and seals on June 7<sup>th</sup>, 1995.

  
\_\_\_\_\_  
Incorporator (Seal)

STATE OF FLORIDA} SS:  
COUNTY OF DADE }

Before me, the undersigned authority, personally appeared HAROLD J. TURK, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this \_\_\_\_\_ day of June, 1995.

\_\_\_\_\_  
Notary Public  
State of Florida at large

My commission expires:

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

IN COMPLIANCE WITH THE FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

Harold J. Turk  
1428 Brickell Ave.  
Main Floor  
Miami, Florida 33131

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

  
REGISTERED AGENT

June 7/1995  
DATE

FILED  
1995 JUN 12 PM 5:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA