

P95000046764

June 8, 1995

Secretary of State  
Division of Incorporation  
P.O. Box 8327  
Tallahassee, Florida 32314

100001510841  
-06/12/95--01039--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Articles of Incorporation for SUNDIAL, INC.

Dear Mr. Secretary:

Enclosed please find the Articles of Incorporation for SUNDIAL, INC. for filing and approval by the State of Florida.

Also, enclosed you will find a check for the amount of \$70.00 for the filing fees as required.

Should you have any questions, please do not hesitate to contact me at (305) 341-6006.

Sincerely,

JUN 15 1995 BSB

  
Margarita Zimmerman

934 N. University DR.  
Ste. 215  
Coral Springs, FL 33411

FILED  
95 JUN 12 PM 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SUNDIAL, INC.

FILED  
95 JUN 12 PM 5:30  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, 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 shall be SUNDIAL, INC., and the initial address of this corporation shall be 934 N. University Dr., Suite 215, Coral Springs, Florida 33071.

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:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$10.00	common

The consideration for all 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 the corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall have the pro-emptive right to purchase his pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

#### 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 934 N. University Dr., Suite 215, Coral Gables, Florida 33071, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Margarita Zimmerman.

#### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time.

#### ARTICLE VII

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

Margarita Zimmerman  
2781 W. 72nd St.  
Hialeah, Florida 33016

#### ARTICLE VIII

The name and address of the Incorporator is Margarita Zimmerman, 934 N. University Dr., Suite 215, Coral Springs, Florida 33071.

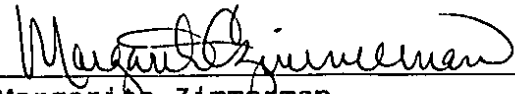
#### ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

#### ARTICLE X

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

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 8th day of June, 1995.

  
\_\_\_\_\_  
Margarita Zimmerman  
Incorporator

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Margarita Zimmerman, 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 she executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 8th day of June, 1995.

Bernard Victor Altan  
Notary Public

My Commission Expires:



BERNARD V ALTAN  
My Commission CC483636  
Expires May, 14, 1999  
Bonded by HAI  
800-422-1555

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

In compliance with the laws of Florida, the following is  
submitted:

First, That SUNDIAL, INC., desiring to organize under the  
laws of the State of Florida, has named Margarita Zimmerman, 934  
N. University Dr., Suite 215, Coral Springs, Florida 33071,  
County of Broward, State of Florida, as its statutory Registered  
Agent.

Having been named the statutory Registered Agent of the  
above corporation at the place designated in this certificate, I  
hereby accept the same and agree to act in this capacity, and  
agree to comply with the provisions of Florida law relative to  
keeping the registered office open, and I accept the obligations  
of Section 807.325 F.S.



Margarita Zimmerman  
Registered Agent

DATED: this 8th day of June, 1995

FILED  
95 JUN 12 PM 5:38  
TALLAHASSEE, FLORIDA