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FILED

95 JUN 15 AM 10:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 12, 1995

SECRETARY OF STATE  
Corporate Division  
Post Office Box 6327  
Tallahassee, Florida 32301

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-06/15/95--01101--018  
\*\*\*\*122.50 \*\*\*\*122.50

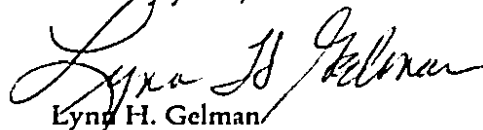
RE: ON THE FLY, INC.

Dear Sir/Madam:

Enclosed herein please find the Articles of Incorporation for the above named entity. Also enclosed is my check in the amount of \$122.50 for filing the Articles. Please return to the undersigned a certified copy of the Articles.

Thank you for your courtesy and attention to this matter.

Sincerely yours,

  
Lynn H. Gelman

LHG\mf

Enclosures

XL  
6-20-95

ARTICLES OF INCORPORATION  
OF  
ON THE FLY, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is: **ON THE FLY, INC.**

**ARTICLE II**

**DURATION**

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

**ARTICLE III**

**PURPOSE**

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

#### ARTICLE IV

##### CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of capital stock with a par value of \$1.00 per share.

The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

#### ARTICLE V

##### DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

#### ARTICLE VI

##### PREEMPTIVE RIGHTS

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

**ARTICLE VII**

**PRINCIPAL PLACE OF BUSINESS**

The principal office of the corporation shall be located at:

6601 Southwest 80th Street  
Miami, Florida 33156

**ARTICLE VIII**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the corporation is:

6601 Southwest 80th Street  
Miami, Florida 33156

The name and address of the initial registered agent of the corporation is:

**DR. MARK WEBMAN**  
6601 Southwest 80th Street  
Miami, Florida 33156

**ARTICLE IX**

**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is:

**DR. MARK WEBMAN**  
6601 Southwest 80th Street  
Miami, Florida 33156

**ARTICLE X**

**INCORPORATORS**

The names and addresss of the persons signing these Articles are:

**DR. MARK WEBMAN**  
6601 Southwest 80th Street  
Miami, Florida 33156

**DR. RICHARD GELMAN**  
8966 Southwest 87th Court  
Miami, Florida 33176

**ARTICLE XI**

**ACTIONS OF DIRECTORS WITHOUT MEETING**

The directors of this corporation may take action by written consent as provided by law.

**ARTICLE XII**

**MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

**ARTICLE XIII**

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIV**

**AMENDMENT**

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 10 day of June, 1995.


  
DR. MARK WEBMAN

  
DR. RICHARD GELMAN

STATE OF FLORIDA     }  
                                      } SS:  
COUNTY OF DADE     }

Before me, the undersigned authority, personally appeared, **DR. MARK WEBMAN**, and **DR. RICHARD GELMAN**, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 10 day of June, 1995.

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: LYNN H. GELMAN

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**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted:  
That **ON THE FLY, INC.**, desiring to organize or qualify under the laws of the State of Florida,  
with its principal place of business at City of Miami, State of Florida, has named **DR. MARK  
WEBMAN**, located at 6601 Southwest 80th Street, Miami, Florida 33156, as its agent to accept  
service of process within Florida.

  
\_\_\_\_\_  
**DR. MARK WEBMAN**

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 proper and complete performance of my  
duties.

Dated this 12 day of June, 1995.

  
\_\_\_\_\_  
**DR. MARK WEBMAN**