

SENT BY:

6-26-95 16:28: GEIGER, KASDIN, HELLER & KUPERSTEIN, INC. 1/4

6/26/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
DEPARTMENT OF STATE 1428 BRICKELL AVE
STATE OF FLORIDA 6TH FLOOR
409 EAST GAINES STREET MIAMI FL 33131-
TALLAHASSEE, FL 32399 CONTACT: BEVERLY O RIEDY
FAX: (904) 922-4000 PHONE: (305) 372-5000
FAX: (305) 372-0052
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BARON EQUITIES I, INC.
FAX AUDIT NUMBER: H95000007085 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/26/1995 TIME REQUESTED: 15:12:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 076030000723

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000007085))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

Alt-2 FOR HELP° VT102 ° FDX ° 9600 E71 ° LOG CLOSED ° PRINT OFF °

6/26/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
DEPARTMENT OF STATE 1428 BRICKELL AVE
STATE OF FLORIDA 6TH FLOOR
409 EAST GAINES STREET MIAMI FL 33131-
TALLAHASSEE, FL 32399 CONTACT: BEVERLY O RIEDY
FAX: (904) 922-4000 PHONE: (305) 372-5000
FAX: (305) 372-0052

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BARON EQUITIES I, INC.
FAX AUDIT NUMBER: H95000007085 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/26/1995 TIME REQUESTED: 15:12:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 076030000723

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000007085))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

Alt-2 FOR HELP° VT102 ° FDX ° 9600 E71 ° LOG CLOSED ° PRINT OFF °

6/26/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
DEPARTMENT OF STATE 1428 BRICKELL AVE
STATE OF FLORIDA 6TH FLOOR
409 EAST GAINES STREET MIAMI FL 33131-
FAX: (904) 922-4000 PHONE: (305) 372-5000
FAX: (305) 372-0052

3:12 PM

RECEIVED

55 JUN 27 AM 9:11

RECEIVED

6/27/95

SENT BY:

6-26-95 : 16:30 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 2/ 4

FA#: H95-7085

**ARTICLES OF INCORPORATION OF
BARON EQUITIES I, INC.**

**ARTICLE I
NAME**

The name of the Corporation is BARON EQUITIES I, 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: 28050 U.S. HIGHWAY, 19 NORTH, SUITE 301, CLEARWATER, FLORIDA 34621.

**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."

Stanley H. Kuperstein, Esq.
GEIGER, KASDIN, HELLER, KUPERSTEIN,
CHAMES & WEIL, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Facsimile: (305) 372-0052
Florida Bar Number: 113612

FA#: H95-7085

FILED
95 JUN 27 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SENT BY:

6-26-95 : 16:30 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: # 3/ 4

FA# : 895-7085

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 Stanley H. Kuperstein.

ARTICLE VII
INCORPORATOR

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

Name

Address

Gregory K. McGrath

28050 U.S. Highway, 19 North,
Suite 301, Clearwater, Florida 34621.

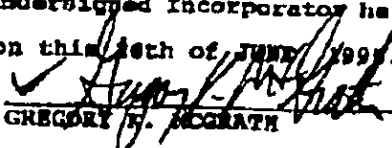
ARTICLE VIII
POWERS

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 26th of June, 1995.


GREGORY K. MCGRATH

FA# : 895-7085

2

J:\WORK\ESTWELL\COMP\BARDEN\AD7

SENT BY:

JUN 26 1995 10:00
SENT BY:

6-26-95 : 16:30 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: # 4/ 4

REL: 112
6-26-95 : 10:20 : HELLER KASDIN HELLER- DIV OF CORPORATIONS: # 4/ 4

FA# : H95-7085

**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 SARON EQUITIES I, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED STANLEY H.
KUPERSTEIN, 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.


GREGORY B. MCGRATH

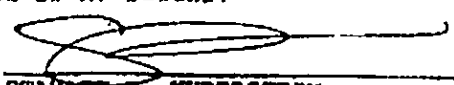
INSPECTOR

TITLE

DATE

10/26/95

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.


STANLEY H. KUPERSTEIN

FA# : H95-7085

3

J:\WORK\ESTHER\CORP\HARON\AOI

55 JUN 27 AM 9:12
CORPORATION
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 06-26-95 BY 1043