

REFERENCE - 0.1911 / 11045A

AUTHOR: DATION :

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ORDER DATE : Tuly 6, 1995

ORDER TIME : 9:47 AM

ORDER NO. (100000112)

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CUSTOMER: ME. Patte Barr

LERNER & PEARCE, P.A.

1888 East Oakland Park Blvd.

Fort Lauderdale, FL 00006

DOMESTIC FILING

HAME: HS MANAGEMENT, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

ÉRAMINER'S INICIALO:

T. BROWN JUL 1 1 1995

6/2,



FLORIDA DEPARTMENT OF STATE

July 10, 1995

Sandra B. Mortham Secretary of State

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: HS MANAGEMENT, INC.

Ref. Number: W95000013739

We have received your document for HS MANAGEMENT, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6932.

Letter Number: 895A00033004

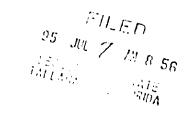
Teresa Brown Corporate Specialist

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

HS MANAGEMENT, INC.



The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HS MANAGEMENT, INC.

The address of the principal office of this corporation shall be 1451 West Cypress Creek Road, Suite 300, Ft. Lauderdale, Florida 33309, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 3000 shares of common stock having \$.10 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the Initial registered office of the corporation shall be 2888 East Oakland Park Boulevard, Ft. Lauderdale, Florida 33306, and the name of the initial registered agent is Robert W. Pearce.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Cary B. Shames Pres.

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1451 West Cypress Creek Road, Suite 300 Ft. Lauderdale, Florida 33309

Steven J. Horowitz Sec./Treas.

Same

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 7, 1995.

CORPORATION SERVICE COMPANY

By: Och College (State)

GLS/gls

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 SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
FIRSTTHAT HS MANAGEMENT, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF
Fort Lauderdale, STATE OF Florida, HAS NAMED Robert W. Pearce Eng.
LOCATED AT 2888 East Oakland Park Bouleyard
CINY OF
STATE OFFlorida_, AS ITS AGENT TO ACCEPT SERVICE OF PLOCESS
WITHIN FLORIDA.
TITLE: Incorporator
DATE:
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR HE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTI ICATE, 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. SIGNATURE: ROBERT W. PEARCY, ESQ. Registered Agen:
DATE: