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—  
RICHARD BERNSTEIN  
OF COUNSEL

July 18, 1995

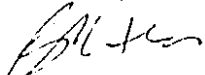
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: H3 Group, Inc. Articles of Incorporation

To Whom It May Concern:

Please file the enclosed Articles of Incorporation for H3 Group, Inc. I have enclosed a check in the amount of \$122.50 to cover the fee for filing. Please return a copy of the files Articles in the enclosed self addressed stamped envelope. Should you have any questions or need anything further please do not hesitate to give me a call.

Very truly yours,



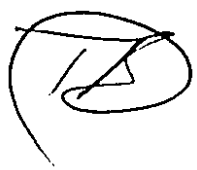
Bonita R. Hutson, Secretary to  
Frank J. Sinagra  
/brh

Enclosure(s)

304.9/socratary.001

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-07/19/95--01077--018  
\*\*\*\*122.50 \*\*\*\*122.50

7/20/95



ARTICLES OF INCORPORATION

OF

H3 GROUP, INC.

ARTICLE I  
NAME

The name of this corporation is: H3 GROUP, INC. with its principal office located at 401 Meisner Boulevard, Suite T307, Boca Raton, FL 33432.

ARTICLE II  
DURATION

This corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is: 110 East Broward Boulevard, Suite 650, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation at that address is: Frank J. Sinagra.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Denise Herman, Director  
401 Meisner Boulevard, Suite T307  
Boca Raton, FL 33432

ARTICLE VII  
INCORPORATOR

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

Denise Horman  
401 Moisor Boulevard, Suite T307  
Boca Raton, FL 33432

ARTICLE VIII  
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX  
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X  
INDEMNIFICATION

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

ARTICLE XI  
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of July, 1995.

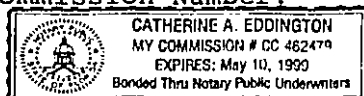
Denise Horman  
DENISE HERMAN

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of July, 1995 by DENISE HERMAN, who is personally known to me or who has produced Driver's license as identification.

Catherine A. Eddington  
Notary Public, State of Florida at Large  
Print Name: CATHERINE A. EDDINGTON

My Commission Expires:  
My Commission Number:



DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT

In pursuance of Chapters 48.091 and 607, Florida Statutes, having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at: 110 East Broward Boulevard, Suite 650, Fort Lauderdale, FL 33301 has named FRANK J. SINAGRA located there as its registered agent to accept services of process within this State.

By: Denise Herman  
DENISE HERMAN

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Frank J. Sinagra  
FRANK J. SINAGRA