

P950000583/6

LAW OFFICES

MULLEN & BIZZARRO, P.A.

JOSEPH P. MULLEN
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OF COUNSEL

SUITE 302
2410 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33308
PHONE (305) 772-9100
FAX (305) 403-8765

July 24, 1995

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

400001547484
-07/27/95--01043--007
***122.50 ***122.50

RE: ZYNAB, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Incorporation for ZYNAB, INC. with our check in the amount of \$122.50 representing your fee for filing the Articles of Incorporation.

Kindly file the Articles and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain,

Very truly yours,

Cindy J. Quintero
Cindy J. Quintero
Secretary to
Joseph P. Mullen

/cjq

Enc.

corp/secstate.po

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95 JUL 27 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ZYNAB, INC.

ARTICLE I - NAME

The name of this corporation is ZYNAB, INC., with its principal office and its mailing address being located at 185 N.W. 67th Avenue, Miami, FL 33015.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - PRE-EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 185 N.W. 67th Avenue, Miami, Florida 33015 and the name of the initial registered agent of this corporation at that address is Nouri Hassan.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director. The number of Directors may be increased, and thereafter further increased or decreased, from time to time in accordance with the By-laws of the Corporation. The names and address(es) of the initial Director is: Nouri Hassan, 185 N.W. 67th Avenue, Miami, Florida 33015.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: Nouri Hassan, 185 N.W. 67th Avenue, Miami, Florida 33015.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: July 24, 1995



NOURI HASSAN, INCORPORATOR

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 24th day of July, 1995, by NOURI HASSAN, who is personally known to me or who has produced _____ as identification and who did not take an oath.


Notary Public

Print Name: CINDY J. QUINTERO

My Commission Expires:



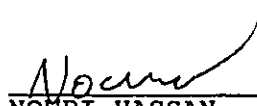
CINDY J. QUINTERO
MY COMMISSION # CC204007 EXPIRES
JANUARY 12, 1997
RENEWED BY THE FLORIDA BAR ASSOCIATION, INC.

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(1), Florida Statutes (1991), the following is submitted:

That, ZYNAB, INC., desiring to organize or qualify under the laws of the State of Florida, has named Nouri Hassan, as its agent to accept service of process within the State of Florida.

Dated: July 24, 1995


NOURI HASSAN
Incorporator

ACCEANCE BY REGISTERED AGENT

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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 the Florida Statutes relative to the proper performance of my duties.

Dated: July 24, 1995


NOURI HASSAN
Registered Agent

P95000058316
LAW OFFICES
MULLEN & BIZZARRO, P.A.

JOSEPH P. MULLEN
DEBORAH L. BIZZARRO
CAROLINE WHITE

JAMES H. MURRAY, JR.
OF COUNSEL
BENT RICHARD OLIVER
OF COUNSEL

SUITE 302
240 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
BROWARD (954) 772-0100
FAX (954) 491-0205

January 8, 1996

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

RE: ARTICLES OF AMENDMENT
ZYNAB, INC.
P95000058316

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Amendment for ZYNAB and our firm's check in the amount of \$35.00 to cover your processing fee.

Kindly file the Amendment and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain,

Very truly yours,

Cindy V. Kindig
Cindy V. Kindig
Secretary to
Joseph P. Mullen

/cjk

Enc.

corp/secstate

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 11 PM 2:44
500001686985
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*****35.00 *****35.00

Amended
JAN 12 1996

ARTICLES OF AMENDMENT
OF
ZYNAB, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 11 PM 3:44

1. Article I of the Articles Of Incorporation of ZYNAB, INC., is hereby amended to read as follows:

The correct address of this corporation is "18486 N.W. 67th Avenue, Miami, Florida 33015"

2. Article VI of the Articles Of Incorporation of ZYNAB, INC., is hereby amended to read as follows:

The correct address of the registered agent is "18486 N.W. 67th Avenue, Miami, Florida 33015"

3. Article VII of the Articles Of Incorporation of ZYNAB, INC., is hereby amended to read as follows:

The correct address of the Director is "18486 N.W. 67th Avenue, Miami, Florida 33015"

4. Article VIII of the Articles Of Incorporation of ZYNAB, INC., is hereby amended to read as follows:

The correct address of the Incorporator is "18486 N.W. 67th Avenue, Miami, Florida 33015"

5. This Amendment shall become effective upon the filing and acceptance of these Articles Of Amendment by the Department Of State.

6. These Amendments were approved unanimously by the Shareholders at a special meeting duly convened on November 21, 1995. The number of votes cast by the Shareholders was sufficient for approval.
IN WITNESS WHEREOF, NOURI HASSAN, in his capacity as the President, Secretary and Registered Agent of the Corporation has set his hand and seal this 21st day of November, 1995.

WITNESSES:

[Signature]
[Signature]

Nouri Hassan
NOURI HASSAN, President
and Secretary
Nouri Hassan
NOURI HASSAN, Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

21st The foregoing instrument was acknowledged before me this day of November, 1995, by NOURI HASSAN, and who is personally known to me or who has produced a Florida driver's license as identification.

NOTARY PUBLIC:

SIGN

PRINT

Cindy J. Quintero
CINDY J. QUINTERO
State of Florida at Large

(SEAL)

My Commission Expires:



CINDY J. QUINTERO
MY COMMISSION # CC254007 EXPIRES
January 12, 1997
BONDED THRU TROY FAIR INSURANCE, INC.