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BARBARA B. GIMENEZ

ATTORNEY AT LAW  
420 LINCOLN ROAD  
SUITE 600  
MIAMI BEACH, FLORIDA 33139

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FAX (305) 531-2365

RECEIVED  
CORPORATION DIVISION  
AUG 10 1995

August 3, 1995

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

Re: Incorporation of  
7928 Harding Avenue, Inc. - and -  
710 Seventh Street, Inc.

Dear Sir/Madam:

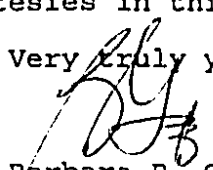
Enclosed please find original and one copy of Articles of Incorporation for each of the above entities.

Also enclosed please find check in the amount of \$245.00 (\$122.50 for each corporation), which represents \$70.00 filing fees, \$70.00 Registered Agent fees and \$105.00 certified copy fee for Articles of Incorporation.

Please return stamped copies to our office at your earliest convenience.

Thank you for your usual courtesies in this and all matters.


Very truly yours,

  
Barbara B. Gimenez

BEG/nsw

Enclosures as noted.

C:ScStCorp.ltr

8/8/95  


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-08/08/95--01045--001  
\*\*\*245.00 \*\*\*122.50

**ARTICLES OF INCORPORATION**

**OF**

**7928 HARDING AVENUE, INC.**

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**  
**NAME OF CORPORATION**

The name of the corporation shall be  
**7928 HARDING AVENUE, INC.**

**ARTICLE II**  
**DURATION**

This corporation is to have perpetual existence.

**ARTICLE III**  
**NATURE OF BUSINESS**

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

**ARTICLE IV**  
**CAPITAL STOCK**

The corporation is authorized to issue one hundred (100) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

SECRET  
STATE-8  
MAY 1960  
TALLAHASSEE, FLORIDA

**ARTICLE V**  
**CORPORATE ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows:

2699 Collins Avenue, No. 111  
Miami Beach, Florida 33141

**ARTICLE VI**  
**INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows:

MITCHELL MANTIN

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) Director(s) initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

<b><u>NAME(S)</u></b>	<b><u>ADDRESS(ES)</u></b>
MITCHELL MANTIN	2699 Collins Avenue, No. 111 Miami Beach, Florida 33140

**ARTICLE VIII**  
**INCORPORATORS**

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

<b><u>NAME(S)</u></b>	<b><u>ADDRESS(ES)</u></b>
MITCHELL MANTIN	2699 Collins Avenue, No. 111 Miami Beach, Florida 33140

**ARTICLE IX**  
**AMENDMENT OF BY-LAWS**

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

**ARTICLE X**  
**INDEMNIFICATION**

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

**ARTICLE XI**  
**INFORMAL ACTION OF DIRECTORS**

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XII**  
**AMENDMENT OF ARTICLES**

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

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

  
\_\_\_\_\_  
MITCHELL MANTIN president


STATE OF FLORIDA     )  
                                  )    SS  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared MITCHELL MANTIN, to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/she/they subscribed to said Articles of Incorporation, after having produced per known, as identification.

WITNESS my hand and seal this 3rd day of August, 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. DEC. 30, 1995  
BONDED THRU GENERAL INS. UND.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

**REGISTERED AGENT CERTIFICATE**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That 7928 HARDING AVENUE, INC.

desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named **MITCHELL MANTIN**, located at **2699 Collins Avenue, No. 111, Miami Beach, Florida 33140**, as its registered agent to accept service of process.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

  
x \_\_\_\_\_ *president*  
**MITCHELL MANTIN**

STATE OF FLORIDA     )  
                                  ) ss  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared **MITCHELL MANTIN** to me well known to be the person described in and who executed the Registered Agent Certificate, after having produced *plus known* as identification.

WITNESS my hand and seal on this 3rd day of August, 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
BY COMMISSION EXPIRES  
BONDED THRU GENERAL INS. UND.

[Signature]  
NOTARY PUBLIC  
State of Florida at Large

M:710SEVTH.ART

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 AUG -3 PM 7:10