

# TRANSMITTAL LETTER

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1995 AUG 24 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION  
OF  
STONE KEY, INC.

ARTICLE I - Name

The name of the corporation is Stone Key, "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the laws of the State of Florida.

ARTICLE III - Capital Stock

The Corporation is authorized to issue 10,000 shares of US \$.01 par value common stock. The Board of Directors may authorize the issuance of such stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. All such stock when issued shall be fully paid and exempt from assessment.

ARTICLE IV - Initial Registered Office and Agent

The name of the initial registered agent of the Corporation and the street address of the registered office of this Corporation is:

Meland & Russin, P.A.  
200 S. Biscayne Boulevard  
Suite 2420  
Miami, Florida 33131

ARTICLE V - Corporate Mailing Address

The principal office and mailing address of the Corporation is

12785 Maple Road  
Miami, Florida 33181

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#### ARTICLE VI - Incorporator

The name and address of the Incorporator of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Jeffrey S. Berlowitz	200 S. Biscayne Blvd., Suite 2420 Miami, Florida 33131

#### ARTICLE VII - Officers and Directors

The name and address of the initial Officers of the Corporation are as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Robert B. Mittleman	1455 N.E. 121 Street North Miami, Fl 33181
Secretary and Treasurer	Stuart Corenblum	12785 Maple Road North Miami, Fl 33181

#### ARTICLE VIII - Powers

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

#### ARTICLE IX - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

#### ARTICLE X - Fiscal Year

The fiscal year of this Corporation shall be the calendar year, unless otherwise established by the Board of Directors.

#### ARTICLE XI - Duration

The duration of the Corporation is perpetual, unless sooner

liquidated or dissolved in accordance with law.

The undersigned has executed these Articles of Incorporation this 21<sup>st</sup> day of August, 1995.

Jeffrey S. Berlowitz  
Incorporator

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

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SECRETARY OF STATE  
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BEFORE ME, the undersigned authority, personally appeared Jeffrey S. Berlowitz who is personally known to me and who, after being duly sworn, did freely and voluntarily acknowledge that, according to law, he made and subscribed the foregoing Articles of Incorporation of Stone Key, Inc.

IN WITNESS WHEREOF, I have set my hand and affixed my seal of office to this document this 21<sup>st</sup> day of August, 1995.

Josephine Figarola  
Notary Public, State of Florida  
At Large  
Print Name: Josephine Figarola  
Commission No.

My commission expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Stone Key, Inc. at the place designated in the Articles of Incorporation, Meland & Russin, P.A., agrees to act in this capacity, and agrees to comply with the provisions of Section 607.0501(3), Fla. Stat. (1990), relative to keeping open such office until such time as it shall notify the Corporation of its resignation.

Dated this 21<sup>st</sup> day of August, 1995.

Meland & Russin, P.A.

By: Jeffrey S. Berlowitz  
Jeffrey S. Berlowitz, Esq.