

95000065989

Abramowitz & Pomerantz, P.A.

BELLE TERRE OF SUNRISE, SUITE 101
7800 WEST OAKLAND PARK BOULEVARD
SUNRISE, FLORIDA 33351
BROWARD (305) 572-7200
DADE (305) 949-7100
PALM BEACH (407) 833-5544
TELEFAX (305) 740-6488

RICHARD ABRAMOWITZ*
HOWARD L. POMERANTZ
MARVIN D. NODEL
CASEY A. FUNDARO*
LAURIE S. MOSS**
*ALSO MEMBER NEW YORK BAR
**ALSO MEMBER COLORADO BAR

PALM BEACH COUNTY OFFICE
SUITE 114
2499 GLADES ROAD
BOCA RATON, FLORIDA 33431

DADE COUNTY OFFICE
SECOND FLOOR
6129 SOUTHWEST 70TH STREET
MIAMI, FLORIDA 33143

PLEASE REPLY TO
SUNRISE

August 23, 1995

Secretary of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32314

500001569765
-08/25/95--01048--016
***122.50 ***122.50

RE: BRS REAL ESTATE, INC.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Registered Agent for the above named corporation.

Also enclosed is a check in the amount of \$122.50 representing the charter tax, filing fee, registered agent fee and a certified copy of the Articles.

Please file these Articles as soon as possible, noting the provision under Article II that the corporation's existence shall commence on the date of execution of the Articles.

Upon approval, please return a certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,
RICHARD ABRAMOWITZ

RICHARD ABRAMOWITZ

RA:ct
Enc.

55 AUG 25 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
32314
12/1/95

ARTICLES OF INCORPORATION

OF

BRS REAL ESTATE, INC.

ARTICLE I - NAME

The name of this corporation is BRS REAL ESTATE, INC. and its principal place of business is 3462 N. University Drive, Suite 300, Fort Lauderdale, FL 33351.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

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 Thousand (1,000) shares of One Dollars (\$1.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

8/21/95
FILED
AUG 25 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3462 N. University Drive, Sunrise, FL 33351, and the initial registered agent at this address is Leonard N. Cohn.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors 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 name and address of the initial Director(s) of this corporation are as follows:

Leonard N. Cohn	3462 N. University Drive Sunrise, FL 33351
Rhonda Cohn	3462 N. University Drive Sunrise, FL 33351

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:
Leonard N. Cohn, 3462 N. University Drive, Sunrise, FL 33351.

ARTICLE X - AMENDMENT

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.

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The

Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 21st ^{August} day of July, 1995.

Leonard N. Cohn
LEONARD N. COHN
m

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 21st ^{August} day of ~~July~~, 1995, by LEONARD N. COHN, who is personally known to me or has produced _____ as identification and who did/did not take an oath.

Denise L. Conley
Notary Public, State of Florida

Denise L. Conley
Print, type or stamp name
DENISE L. CONLEY
"NOTARY PUBLIC - STATE OF FLORIDA"
MY COMMISSION EXPIRES 7/11/98
Comm. CC20001 Serial No.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

RECEIVED
95 AUG 25 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That BRS REAL ESTATE, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 3462 N. University Drive, in the City of Sunrise, County of Broward, State of Florida, has named Leonard N. Cohn, located at 3462 N. University Drive, City of Sunrise, County of Broward, State of Florida, as its agent to accept service of process within the State of Florida.

Leonard N. Cohn
LEONARD N. COHN
Corporate Officer

Pres.
Title

8-27-95
Date

Having been named to accept service of process for the above named 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 all statutes relative to the proper and complete performance of my duties.

Leonard N. Cohn
LEONARD N. COHN
Resident Agent

8-27-95
Date