

895000067203

11:56 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 2920-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (904) 922-4000 FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ARIANA, INC.
FAX AUDIT NUMBER: H95000009614 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/30/1995 TIME REQUESTED: 11:56:04
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009614))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:06:11

55 AUG 30 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
8/30/95
TR

RECEIVED
55 AUG 30 PM 1:58
DIVISION OF CORPORATIONS

H9500009614

ARTICLES OF INCORPORATION
OF
ARIANA, INC.

RECEIVED
JUL 17 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ARIANA, INC.

The principal place of business of this corporation shall be:

801 Brickell Key, Suite 201, Miami Florida, 33131.

ARTICLE II. COMMENCEMENT

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

PREPARED BY: ALAN S. FINE, ESQUIRE
Florida Bar No. 385824
200 South Biscayne Boulevard
Suite 3100
Miami, Florida 33131
(305) 372-1729

H95000009614

419600009614

Class of Stock

Common

ARTICLE V. ADDRESS

ARTICLE VI. DIRECTORS

c/o 601 Brickell Key, Suite 201, Miami, Florida 33131

c/o 601 Brickell Key, Suite 201, Miami, Florida 33131

- 2 -

H9 5000009614

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Alan S. Fine, Esquire 200 South Biscayne Boulevard, Suite 3100, Miami Florida, 33131.

ARTICLE VIII. LIABILITY

The private property of the shareholders 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 shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law for acts of the officer or director or former officer or director while acting in a corporate capacity.

ARTICLE X. PREEMPTIVE RIGHTS

Each Shareholder of the Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in the Corporation that may from time to time be issued (whether or not presently authorized) in the ratio that the number of shares it holds at time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares or other securities preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating the price, terms and conditions

PREPARED BY: ALAN S. FINE, ESQUIRE
Florida Bar No. 385824
200 South Biscayne Boulevard
Suite 3100
Miami, Florida 33131
(305) 372-1726

H9 5000009614

of the issue of the shares and inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholder to the Corporation within thirty (30) days of receipt of the notice from the Corporation.

ARTICLE XI. BY-LAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XII. AMENDMENT OF ARTICLE

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal on this 28th day of August, 1995.



Alan S. Fine, Incorporator

PREPARED BY: ALAN S. FINE, ESQUIRE
Florida Bar No. 385824
200 South Biscayne Boulevard
Suite 3100
Miami, Florida 33131
(305) 372-1720

H95000009614

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Ariana, Inc., the undersigned accepts such appointment, agrees to act in such capacity and accept the obligations imposed by Florida Statutes Section 607.0501.

Executed this 29th day of August, 1995.

By: _____

Alan S. Fine

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AUG 30 PM 12:17

H95000009614

PREPARED BY: ALAN S. FINE, ESQUIRE
Florida Bar No. 388824
200 South Biscayne Boulevard
Suite 3100
Miami, Florida 33131
(305) 372-1720

- 5 -