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REFERENCE : 682033 12170

AUTHORIZATION :

*Patricia Pzyto*

COST LIMIT : \$ 122.50

ORDER DATE : September 14, 1995

TECHNICAL ASSISTANT

ORDER TIME : 9:42 AM

ORDER NO. : 682033

CUSTOMER NO: 12170

CUSTOMER: Mr. Kevin Carmichael  
BUCHANAN INGERSOLL, P.C.

1 Turnberry Place, Suite 606  
19405 Biscayne Boulevard  
N. Miami Beach, FL 33180

DOMESTIC FILING

NAME: HUSSBAUM FAMILY HOLDINGS, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa L. Mears

EXAMINER'S INITIALS:

SEP 14 1995

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ARTICLES OF INCORPORATION  
OF  
NUSSBAUM FAMILY HOLDINGS, INC.

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ARTICLE I  
NAME

The name of this corporation shall be:

NUSSBAUM FAMILY HOLDINGS, INC.

ARTICLE II  
DURATION

This corporation shall commence its existence upon the filing of these Articles and shall continue until termination by the act of the directors or otherwise by law.

ARTICLE III  
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V  
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 pro rata share thereof at the price at which it is offered to others.

ARTICLE VI  
PRINCIPAL OFFICE OF BUSINESS

The initial principal office and address of business of this corporation are: 5660 Collins Avenue, #15A, Miami Beach, FL 33140.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: Buchanan Ingersoll, P.C., 19495 Biscayne Blvd., Suite 606, North Miami Beach, Florida 33180 an the name of the initial registered agent is Barry Nelson, Esq.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The names of the Directors are:

Milton Nussbaum  
Evelyn Nussbaum  
Rene Leoni  
Fredelle Schwartz

The address of the Directors is: 5660 Collins Avenue, #15A, Miami Beach, FL 33140.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the person signing these Articles as Sole Incorporator is Milton Nussbaum, whose address is 5660 Collins Avenue, #15A, Miami Beach, FL 33140.

**ARTICLE X**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

**ARTICLE XI**  
**AMENDMENTS**

This corporation reserves the right to amend or repeal any provision 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 has executed these Articles of Incorporation this 13<sup>th</sup> day of September 1995.

Milton Nussbaum, Sole Incorporator

STATE OF FLORIDA           )  
                                  ) ss:  
COUNTY OF DADE           )

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared

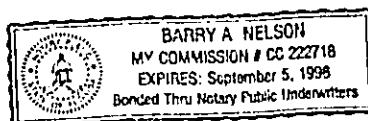
personally known to me to be the person who, as Sole Incorporator, executed the foregoing Articles of Incorporation of Nussbaum Family Holdings, Inc., who did \_\_\_\_ or did not ✓ take an oath, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State aforesaid, this 13<sup>th</sup> day of September, 1995.

Barry A. Nelson  
Notary Public, State of Florida

\_\_\_\_\_  
Name of Notary (Please Print)

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 13<sup>th</sup> DAY OF Sept., 1995.

Buchanan-Irgersoll, P.C.

BY: Barry Nelson

Barry Nelson, Esq.  
For the Firm

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