

P9600000 2058

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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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MIAMI, FLORIDA 33131

WEINER & CUMMINGS, P.A.
LAWRENCE WEINER*
PAUL M. CUMMINGS**

JANE M. WEINER*** OF COUNSEL

THEODORE J. VITTORIA, JR., P.C.
THEODORE J. VITTORIA, JR.***
JAMES A. PURDY****

* ADMITTED IN FL AND PA ONLY
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*** ADMITTED IN NY ONLY
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December 28, 1995

SENT BY CERTIFIED MAIL. RETURN RECEIPT REQUESTED TO:

Florida Department of State
Corporation Division
Tallahassee, Florida 32301

000001677050
-01/03/96--01083--007
****122.50 ****122.50

Re: Articles of Incorporation - Einhorn Trust Investments, Inc.

Gentlemen:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above Florida corporation, together with an executed Designation of Registered Agent Form.

Upon filing, please forward to us a certified copy of the Articles of Incorporation together with the Certificate of Incorporation.

Also enclosed is a check in the amount of \$122.50 for payment of the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Resident Agent Designation Form	35.00
Total:	\$122.50

If for any reason the above Articles may not be filed as submitted, please contact the undersigned.

Thank you for your cooperation.

Very truly yours,

LAWRENCE WEINER

LW/dv
enclosures
9792macr 019

EINHORN TRUST INVESTMENTS, INC.

ARTICLES OF INCORPORATION

FILED
JAN 23 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to incorporate a corporation under the provisions of the Florida Business Corporation Act, does hereby certify:

1. The name of the Corporation is:

EINHORN TRUST INVESTMENTS, INC.

2. The principal mailing address of the Corporation is 1428 Brickell Avenue, Suite 400, Miami, FL 33131.

3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is One Thousand Five Hundred (1,500) shares of common stock having a par value of One Dollar (\$1.00) each.

4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.

5. The initial registered office of the Corporation shall be located at c/o Lawrence Weiner, 1428 Brickell Avenue, Suite 400, Miami, Florida 33131, and the initial Registered Agent shall be Lawrence Weiner.

6. The name and address of the sole incorporator hereof is:

Name

Address

Lawrence Weiner

**1428 Brickell Avenue, Suite 400
Miami, Florida 33131**

7. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Director is:

Name

Address

Lawrence Weiner

**1428 Brickell Avenue, Suite 400
Miami, Florida 33131**

8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida.

9. The term for which the Corporation is to exist is perpetual.

10. The formation of the Corporation shall be effective as of the beginning of business on January 1, 1996.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this ____ day of ____, 1995.



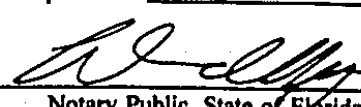
LAWRENCE WEINER
Incorporator

STATE OF FLORIDA)
): SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 28 day of DEC., 1995, by **LAWRENCE WEINER**, who is personally known to me, or has produced proper ID as identification.

9792a(1) (00)





Notary Public, State of Florida (SEAL)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **EINHORN TRUST INVESTMENTS, INC.**
2. The name and address of the registered agent and office is:

Lawrence Welner
P.O. BOX NOT ACCEPTABLE

1428 Brickell Avenue, Suite 400, Miami, Florida 33131
(CITY/STATE/ZIP)

SIGNATURE 
(corporate officer) (Incorporator)

TITLE Incorporator

DATE _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE _____

REGISTERED AGENT FILING FEE: \$35.00

EINHORN TRUST INVESTMENTS, INC.

ACTION OF INCORPORATOR

The undersigned, being the sole incorporator of **EINHORN TRUST INVESTMENTS, INC.** hereby consents to the following actions:

RESOLVED THAT:

1. This action shall be in lieu of the organization meeting of Incorporator.
2. The Bylaws presented to the undersigned are hereby adopted as the Bylaws of the Corporation and a copy of such Bylaws shall be filed with the Secretary of the Corporation and inserted in the minute book of this Corporation.
3. The following is elected as the sole director of the Corporation to serve in accordance with the Bylaws:

ALAN H. EINHORN

DATED: Dec. 18, 1955



LAWRENCE WEINER
Incorporator