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PRACTICE IN
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DIVISION OF CORPORATIONS

160006753

REC. UNIT NO. 0121500002

REFERENCE # 012150 5023641

AUTHORIZATION #

Patricia Pyzdek

COST LIMIT # \$ 70.00

ORDER DATE # January 19, 1996

ORDER TIME # 4:01 PM

ORDER NO. # 012150

800001694813

CUSTOMER NO: 5023641

CUSTOMER: Ritty Dodge, Legal Asst
LION & LAMM

409 Fifth Avenue
20th Floor
New York, NY 10017

DOMESTIC FILING

NAME: L & L FERNWOOD, INC.

FILED
96 JAN 22 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Dolores Burton/MJP

EXAMINER'S INITIALS:

T. BROWN JAN 23 1996

ARTICLES OF INCORPORATION
OF
L & L FERNWOOD, INC.

FILED
96 JAN 22 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a
corporation under Chapter 607 of the laws of the State
of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

L & L FERNWOOD, INC.

The address of the principal office of this corporation
shall be 8509 Dunwoody Place, Atlanta, Georgia 30350,
and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 III. CAPITAL STOCK

The maximum number of shares of stock that this
corporation is authorized to have outstanding at any one
time is 200 shares of common stock having no par
value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Prentice-Hall Corporation System, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Shalom E. Lamm
Dir.

8509 Dunwoody Place
Atlanta, Georgia 30350

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Prentice-Hall Corporation System, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Prentice-Hall Corporation System, Inc., has hereunto set their hand and seal of Prentice-Hall Corporation System, Inc. on January 19, 1996.

Prentice-Hall Corporation System, Inc.

By: Marcia Havner 1/22/96
Its Agent, Marcia Havner

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Prentive-Hall Corporation System, Inc., a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Prentice-Hall Corporation System, Inc.

By: Marcia Havner 1/22/96
Its Agent, Marcia Havner