

FFECTIVE DATE 96

SHOULD TO HOISTAIL

SE DAN 31 AN 8: OF

SECKETART OF STATE

SECRETARY OF STATE

OF THE PROPERTY OF STATE

OF T

H98000001459

Articles of Incorporation of 1050 Associates Inc.

MATERIAL PARE

Article I. Name

The name of this Florida corporation is 1050 Associates Inc.

Article II, Address

The mailing address of the Corporation is:

1050 Associates Inc. 1111 Lincoln Road, Suite 800 Miami Beach, FL 33139



Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value zero per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

H96000001459

Corporate Creations International Inc. 401 Ocean Drive, Suite 312 Miami Beach, FL 33139 (305) 672-0686

H96000001459

Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Robert P. Sherman Lee Milich Gary Braverman

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 401 Ocean Drive, Suite 312 Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of January 30, 1996.

The authorized representative of the incorporator executed these Articles of Incorporation on January 30, 1996.

Corporate Creations International Inc.

y: Jahry (. VNO Gray)

H96003001459

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

CORPORATION: 1050 Associates Inc.

REGISTERED AGENT: Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418 PILED

SECRETARY OF STATE
TALLMASSEE BLOOMS

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

y: John C. Cools

Johnny C. Rodriguez, Vice/Preside

Date: January 30, 1996

H98000001459