

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0300 FAX

800-742-8086



Handwritten: P9600018957

ACCOUNT NO. # 072100000032
REFERENCE # 061031 11301A
AUTHORIZATION #
COST LIMIT # \$ PREPAID 70.00

ORDER DATE # February 27, 1996
ORDER TIME # 9:47 AM
ORDER NO. # 061031
CUSTOMER NO# 11301A

600001725356
-02/27/96--01090--003
*****70.00 *****70.00

CUSTOMER: Howard B. Nadel, Esq
NEIMARK GREENE & NADEL
Suite 602
800 Corporate Drive
Ft. Lauderdale, FL 33334

DOMESTIC FILING

NAME: ROSKOG COTTAGE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James L. Hawkins

EXAMINER'S INITIALS: _____

~~Handwritten signature/initials~~

FILED
95 FEB 28 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
95 FEB 27 AM 11:12
DIVISION OF CORPORATION

T. BROWN MAR - 1 1996

~~Handwritten signature/initials~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

February 28, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

*FILE DO NOT
REJECT*

*Resubmit
2/29/96*

SUBJECT: ROSBEG COTTAGE, INC.
Ref. Number: W9600004448

We have received your document for ROSBEG COTTAGE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 996A00008649

RECEIVED
96 FEB 29 AM 10:15
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
ROSBEG COTTAGE, INC.**

**FILED
96 FEB 28 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be:

ROSBEG COTTAGE, INC.

**ARTICLE II
GENERAL NATURE OF BUSINESS**

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

**ARTICLE III
CAPITAL STOCK**

The total authorized capital stock of this Corporation is 1000 shares of Common Stock, par value \$1.00 per share.

**ARTICLE IV
TERM OF EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE**

The initial street address of the principal office of this Corporation in the State of Florida is 800 Corporate Drive, Suite 602, Fort Lauderdale, Florida 33334. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
INCORPORATOR

The name and the post office address of the Incorporator is:

HOWARD B. NADEL, 800 Corporate Drive, Suite 602, Fort Lauderdale, Florida
33334.

ARTICLE VII
DIRECTORS

The corporation shall have not less than one (1) Director.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 800 Corporate Dr., Suite 602, Ft. Lauderdale, FL 33334, and the name of the initial registered agent of the Corporation at that address is Howard B. Nadel.

ARTICLE IX
COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.167, Florida Statutes, this Corporation shall commence its corporate existence upon filing.

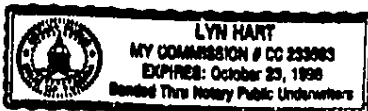



HOWARD B. NADEL

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared HOWARD B. NADEL who is/are personally known to me and is the person described as Incorporator and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he/she executed the foregoing Articles of Incorporation for the purposes therein set forth and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of February, 1996.





Printed Name: _____
NOTARY PUBLIC
My Commission Expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED
96 FEB 20 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

The ROSBEG COTTAGE, INC. desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 800 Corporate Dr., Suite 602, Ft. Lauderdale, FL 33304, and the name of the initial registered agent of the Corporation at that address is Howard B. Nadel.

ACKNOWLEDGEMENT

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.



HOWARD B. NADEL

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared HOWARD B. NADEL who is/are personally known to me and is the person described as Registered Agent and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he/she executed the foregoing Articles of Incorporation for the purposes therein set forth and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of February, 1996.





Printed Name: _____

NOTARY PUBLIC
My Commission Expires:

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0971
904-222-0991 FAX

800-342-8086

P96000018957

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 07210000000000
REFERENCE : 942688 11301A
AUTHORIZATION : *Patricia Pizzuto*
COST LIMIT : \$ 35.00

ORDER DATE : May 6, 1996
ORDER TIME : 10:08 AM
ORDER NO. : 942688
CUSTOMER NO: 1130JA

500001809445

CUSTOMER: Howard B. Nadel, Esq
Neimark Greene & Nadel
Suite 602
800 Corporate Drive
Ft. Lauderdale, FL 33334

DOMESTIC AMENDMENT FILING

NAME: ROSBEG COTTAGE, INC.

FILED
96 MAY -6 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

3/6
JLP
Change

ARTICLES OF AMENDMENT
OF
ROSBEG COTTAGE, INC.

(Charter No. PB6000018957)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MARCH 6 PM 1:20

Pursuant to the provisions of Section 607.1001 and Section 607.1003 of the Florida Statutes the Articles of Incorporation of the above-named corporation are amended as follows:

I. Article I is hereby amended to read as follows:

The name of this corporation is COVE COTTAGE, INC.

II. The foregoing amendment was adopted by written consent of the Board of Directors and Shareholders, pursuant to Florida Statute 607.1003 on MARCH 4, 1996. The amendment was unanimously approved by all Shareholders and all Directors.

IN WITNESS WHEREOF the undersigned have executed these Articles of Amendment on this 4th day of MARCH, 1996.

Sam A. Lazar
SAM LAZAR, President, Director & Shareholder

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 4 day of March, 1996, by SAM LAZAR who is/are personally known to me and who did take an oath.

Howard B. Nadell
Printed Name: _____

NOTARY PUBLIC My Commission Expires: _____

