

P9600002662

OSIASON & SINGER, P.A.
GRAND BAY PLAZA, SUITE 404
8888 SOUTH BAYSHORE DRIVE
COCONUT GROVE, FLORIDA 33133

FILED

96 MAR 21 PM 3:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(305) 884-0000

FAK
(305) 884-0226

LEE J. OSIASON
LL.M. TAXATION
BOARD CERTIFIED IN TAXATION

MARSHA LYNNE SINGER
LL.M. REAL PROPERTY
LAND DEVELOPMENT AND
FINANCE LAW

March 20, 1996

Secretary of State
Corporate Division
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Federal Express Delivery

900001752699
-03/21/96--01061--005
****122.50 ****122.50

Re: Farley, Inc.

Gentlemen:

I am enclosing herewith an original and copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

1 Filing fee	\$ 35.00
1 Certified copy	52.50
1 Registered agent fee	<u>35.00</u>

Total \$122.50

Please file the original of the enclosed Articles of Incorporation and return the certificate of incorporation to my office by Federal Express with the enclosed mailer.

Your prompt attention to this matter is appreciated.

Sincerely,



Marsha L. Singer

MLS\mp
Enclosures
w/corp/secincit.doc

CH 3/24/96

**ARTICLES OF INCORPORATION
OF
FARLEY, INC.**

FILED
96 MAR 21 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.- NAME

The name of this corporation is:

FARLEY, INC.

ARTICLE II.- BEGINNING OF CORPORATE EXISTENCE AND DURATION

The existence of this corporation shall commence on the date of filing of these Articles of Incorporation with the Florida Secretary of State and shall continue perpetually unless dissolved pursuant to Florida law.

ARTICLE III.- PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business allowed under the laws of the State of Florida and the United States.

ARTICLE IV.- CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of One (\$1.00) Dollar Par Value Voting Common Stock.

ARTICLE V.- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial Registered Agent of this corporation at such address are as follows:

P. A. CORPORATE AGENTS, INC.
Grand Bay Plaza, Suite 404
2665 South Bayshore Drive
Coconut Grove, FL 33133

ARTICLE VI.- INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director is as follows:

WILLIAM M. SINGER
1280 Weeping Willow Way
Hollywood, FL 33019

ARTICLE VII.- INCORPORATOR

The name and address of the person signing these Articles is:

MARSHA L. SINGER
Grand Bay Plaza, Suite 404
2665 South Bayshore Drive
Coconut Grove, FL 33133

FILED
96 MAR 21 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII.- INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

ARTICLE IX.- MAILING ADDRESS OF CORPORATION

The principal office and mailing address of the corporation is as follows:

1280 Weeping Willow Way
Hollywood, FL 33019

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of March, 1996.

INCORPORATOR:

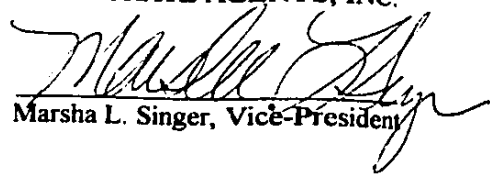

MARSHA L. SINGER

REGISTERED AGENT

The undersigned hereby accepts its appointment as Registered Agent of the Corporation as set forth in the foregoing Articles of Incorporation.

A. CORPORATE AGENTS, INC.

By:


Marsha L. Singer, Vice-President