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96 APR 25 PM 3:08 96 APR 25 AM 11:10
DIVISION OF CORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 931706 9029A

AUTHORIZATION :

Tatiana Pizito

COST LIMIT : \$ 122.50

ORDER DATE : April 25, 1996

ORDER TIME : 12:14 PM

ORDER NO. : 931706

400001795374

CUSTOMER NO: 9029A

CUSTOMER: Kathy Moro, Legal Assistant
FRANK EFFMAN & WEINBERG, P.A.

Second Floor
8000 Peters Road
Plantation, FL 33324

DOMESTIC FILING

NAME: BRAHAMS OF DOWNTOWN MIAMI,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

KA
4-26-96

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96 APR 25 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BRAHAMS OF DOWNTOWN MIAMI, INC.

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:

BRAHAMS OF DOWNTOWN MIAMI, INC.

The address of the principal office of this corporation shall be 8000 Peters Road, Second Floor, Plantation, Florida 33324, 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 400 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8000 Peters Road, Second Floor, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is Steven A. Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Joyce Abraham	8000 Peters Road, Second Floor
Dir./Pres.	Plantation, Florida 33324

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on April 25, 1996.

CORPORATION SERVICE COMPANY

By:

Laura R. Dunlap
Its Agent, Laura R. Dunlap

cld

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: BRAHAMS OF DOWNTOWN MIAMI, INC.

2. The name and address of the registered agent and office is:

STEVEN A. WEINBERG

(Name)

8000 PETERS ROAD, SECOND FLOOR

(P.O. Box or Mail Drop Box **NOT** acceptable)

PLANTATION, FLORIDA 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature)

Steven A. Weinberg

4-25-96

(Date)