

P960000404



96 MAY 9 1996
FBI 229

ACCOUNT NO. : 072100000032

REFERENCE : 947662 4303929

AUTHORIZATION :

Patricia Poyth

COST LIMIT : • 122.50

ORDER DATE : May 9, 1996

ORDER TIME : 10:11 AM

ORDER NO. : 947662

400001815404

CUSTOMER NO: 4303929

CUSTOMER: Myrna Anne Norman, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: SUN MODELS, INC.

ONE CERTIFIED COPY AND ONE STAMPED COPY

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: Debbie Skipper

EXAMINER'S INITIALS:

5/10/96
TB

ARTICLES OF INCORPORATION

OF

SUN MODELS, INC.

ARTICLE I

The name of the corporation is SUN MODELS, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 804 Ocean Drive, Miami Beach, Florida 33140.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| <u>Number of Shares</u> <u>Authorized</u> | <u>Par Value</u> <u>Per Share</u> | <u>Class of</u> <u>Stock</u> |
|--|--|---|
| 1,000 | \$.01 | common |

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

FILED
JAN 10 1968
MIAMI BEACH, FLORIDA

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name of the member of the initial Board of Directors who is to serve as the Corporation's sole director until his successor is duly elected and qualified is:

Arnaud Brunel

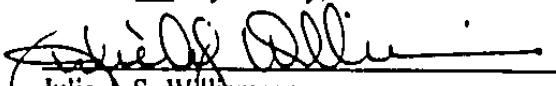
ARTICLE VII

The name of the Incorporator is Julie A.S. Williamson and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 1 day of May, 1996.


Julie A.S. Williamson
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SUN MODELS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: Deborah D. Shipper
Registered Agent

DATED: May 9 1996.

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SUN MODELS , INC.
539 EUCLID AVENUE SUITE B
MIAMI BEACH FL 33139
TEL:(305)672-8300 FAX:(305)535-8330

July 29,1997

Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendment Section

To whom it may concern,

Please be informed that SUN MODELS, INC. has changed it address since July, 1996. The new address is as follows:

Principal Place of Business:
c/o Arnaud Brunel
539 Euclid Avenue Suite B
Miami Beach FL 33139

Mailing Address:
c/o Arnaud Brunel
524 Broadway Suite 405
New York, NY 10012

I would appreciate it very much if you can change the address as soon as possible.

Very truly yours,


Arnaud Brunel
President

FRI AUG 5 1997