

P960000047459

LAW OFFICES
PAUL M. MARMISH, P.A.
2000 TIGER TAIL AVENUE
SUITE 102
COCONUT GROVE, FLORIDA 33133
(305) 858-2097
FAX (305) 858-2624

FILED

96 JUN -4 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA-FEDERAL EXPRESS

May 22, 1996

RECEIVED DATE

6/3/96

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

600001835976
-05/23/96--01054--011
****122.50 ****122.50

Re: Articles of Incorporation for
RRR Properties, Inc.

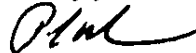
Ladies and Gentlemen:

Please find enclosed herewith duplicate executed originals of the Articles of Incorporation of RRR Properties, Inc., together with our firm check payable to your order in the amount of \$122.50, which represents the filing fee and the fee for one certified copy of the Articles.

After the Articles of Incorporation have been filed, please return the certified copy of same to the undersigned in the stamped, self-addressed envelope provided.

Your courtesy and cooperation in this regard is most appreciated.

Sincerely yours,



PAUL M. MARMISH
For the Firm

PMM/rmr
Enclosure

6/96 TT-108
PH 5/30/96
PH 6/5/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1998

PAUL M. MARMISH, P.A.
2666 TIGERTAIL AVE, SUITE 102
COCONUT GROVE, FL 33133

SUBJECT: RRR PROPERTIES, INC.
Ref. Number: W96000011408

We have received your document for RRR PROPERTIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 796A00026991

LAW OFFICES
PAUL M. MARMISH, P.A.
2606 TIGERTAIL AVENUE
SUITE 102
COCONUT GROVE, FLORIDA 33133
(305) 858-2097
FAX (305) 858-2624

VIA-FEDERAL EXPRESS

June 3, 1996

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for
South Beach RRR Properties, Inc.

Ladies and Gentlemen:

Please find enclosed herewith duplicate executed originals of the Articles of Incorporation of South Beach RRR Properties, Inc., together with our firm check payable to your order in the amount of \$122.50, which represents the filing fee and the fee for one certified copy of the Articles.

After the Articles of Incorporation have been filed, please return the certified copy of same to the undersigned in the stamped, self-addressed envelope provided.

Your courtesy and cooperation in this regard is most appreciated.

Sincerely yours,



PAUL M. MARMISH
For the Firm

PMM/rmr
Enclosure

*Also enclosed
is your office's
prior 5/30/96
correspondence*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1996

PAUL M. MARMISH, P.A.
2666 TIGERTAIL AVE, SUITE 102
COCONUT GROVE, FL 33133

SUBJECT: RRR PROPERTIES, INC.
Ref. Number: W96000011408



We have received your document for RRR PROPERTIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 796A00026991

ARTICLES OF INCORPORATION

OF

SOUTH BEACH RRR PROPERTIES, INC.

FILED

96 JUN -4 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is:

SOUTH BEACH RRR PROPERTIES, INC.

ARTICLE II

DURATION

The Corporation shall exist in perpetuity.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata shares thereof, as nearly as many be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI

RIGHTS OF SHARES OF CAPITAL STOCK

The entire voting power of the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting shares.

ARTICLE VIII**PRINCIPAL OFFICE ADDRESS FOR CORPORATION**

The address of the principal office of the Corporation is 530 11th Street, Miami Beach, Florida 33139

ARTICLE VIII**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial Registered Agent and Registered Office of the Corporation are Paul M. Marmish, Esquire, 2666 Tigertail Avenue, Suite 102, Coconut Grove, Florida 33131.

ARTICLE IX**INITIAL BOARD OF DIRECTORS**

The Corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the Corporation. The name and address of the initial Director is:

NAME

Paul M. Marmish

ADDRESS

2666 Tigertail Avenue
Suite 102
Coconut Grove, FL 33133

ARTICLE X**INCORPORATION**

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

NAME

Paul M. Marmish

ADDRESS

2666 Tigertail Avenue
Suite 102
Coconut Grove, FL 33133

ARTICLE XI**BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE XII

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the fullest extent permitted by law

ARTICLE XIII

COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the 3rd day of June, 1996

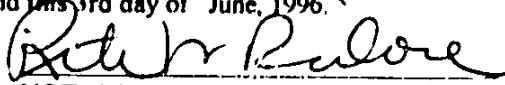

PAUL M. MARMISH

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared PAUL M. MARMISH, known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 3rd day of June, 1996.


NOTARY PUBLIC, State of Florida

My Commission Expires:



4

FILED

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAME AGENT UPON WHOM PROCESS MAY BE SERVED
JUN -4 AM 9:35
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First — That SOUTH BEACH RRR PROPERTIES, INC. desiring to
organize under the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation, at the City of Miami, has named
PAUL M. MARMISH, located at 2666 Tigertail Avenue, Suite 102, Coconut
Grove, FL 33133, County of Dade, State of Florida, as its agent to accept
service of process within this state and such agent hereby accepts the
obligation of 307.325 F.S.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED
AGENT)

Having been named to accept service of process for the above state
Corporation, at the place designated in this Certificate, PAUL M. MARMISH
hereby accepts to act in this capacity and agrees to comply with the provision
of said Act relative to keeping open an office.

Dated: June 3, 1996



PAUL M. MARMISH

Registered Agent