

P96000053196

HARRISON HOLDINGS INC.  
200 Southeast First Street, Suite 901, Miami, Florida 33131  
Telephone 305/377-6942 \* Facsimile 305/377-7800

June 19, 1996

RECEIVED JUN 20 1996  
06/21/96-01014-0001  
\*\*\*131.25 \*\*\*131.25

Department of State  
Division of Corporation  
409 East Gaines Street  
Post Office Box 6327  
Tallahassee FL 32314

Re: HARRISON HOLDINGS INC.

Ladies and Gentlemen:

Enclosed are an original and one (1) copy of the Articles of Incorporation for the above captioned corporation, including a duly executed Certificate of Designation of Registered Agent/Registered Office. Also enclosed is a check for \$131.25 payable to the Department of State, representing the cost of the Filing Fee, Certified Copy and Certificate for these Articles of Incorporation.

All documents and correspondence relating to this matter should be sent to

Mr. Michael Weintraub  
200 Southeast First Street, Suite 901  
Miami FL 33131

My telephone number is 305/377-6942 and my FAX number is 305/377-7800.

Sincerely,

*Michael Weintraub*

Michael Weintraub

harhold@artinc.prm

Enclosures

*DMC*  
*6/21/96*

FILED  
JUN 20 PM 1:31  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME:**

The name of the corporation is:

**HARRISON HOLDINGS INC.**

**ARTICLE II - PRINCIPAL OFFICE:**

The address of the principal office of the Corporation is: 200 Southeast First Street, Suite 901, Miami, Florida 33131.

**ARTICLE III - SHARES:**

The number of shares of common stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares, par value \$.10 per common share. Such stock may be issued by the Corporation from time to time by the Board of Directors and for such consideration as may be fixed by them.

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS:**

The name and address of the initial registered agent is:

Michael Weintraub  
200 Southeast First Street, Suite 901, Miami, Florida 33131

#### **ARTICLE V - INCORPORATOR:**

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

Michael Weintraub  
200 Southeast First Street, Suite 901, Miami, Florida 33131

#### **ARTICLE VI - DIRECTORS:**

The names and addresses of the Board of Directors of the Corporation who, subject to provisions of these Articles of Incorporation, the By-Laws of this Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and have qualified, are as follows:

Michael Weintraub, 200 Southeast First Street, Suite 901, Miami, Florida 33131  
Barbara A. Weintraub, 200 Southeast First Street, Suite 901, Miami, Florida 33131  
Sandra S. Spooner, 200 Southeast First Street, Suite 901, Miami, Florida 33131

#### **ARTICLE VII - LIABILITY**

The Corporation shall be solely liable for its own debts and obligations and the private property of the stockholders shall not be subject to the payment of said debts or obligations to any extent whatsoever.

The undersigned incorporator has executed these Articles of Incorporation this 19th day of June, 1996.

  
Michael Weintraub

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
95 JUN 20 PM 1:31  
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:

**HARRISON HOLDINGS INC.**

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

**Michael Weintraub**  
200 Southeast First Street, Suite 901  
Miami, Florida 33131

*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.*

*Michael Weintraub*  
Michael Weintraub

6-19-96  
Date