

1201 HAYS STREET
MIAMI, FL 33131
(305) 991-1111
FAX (305) 991-2000
P96000054630



PREPARED BY
CSC NETWORKS

ACCOUNT NO. : 072100000032

REFERENCE : 999589 4346978

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : June 25, 1996

ORDER TIME : 11:22 AM

ORDER NO. : 999589

CUSTOMER NO: 4346978

CUSTOMER: Joshua Bennett, Esq
SCHANTZ SCHATZMAN & AARONSON,
P.A.
Suite 1050
200 South Biscayne Boulevard
Miami, FL 33131-2394

000001875660

DOMESTIC FILING

NAME: DOLPHIN ENTERPRISES II, 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: Lynne Roberts

EXAMINER'S INITIALS:

505-509-6711
W96-13547

JP
6/27/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 27 AM 9:23



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 27 AM 9:23

June 26, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: DOLPHIN ENTERPRISES II.
Ref. Number: W96000013547

Resubmitted
6-26-96
@ 2:00
TLR

We have received your document for DOLPHIN ENTERPRISES II. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 796A00031629

RECORDED
96 JUN 25 PM 2:06
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

- OF -

DOLPHIN ENTERPRISES II, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 27 AM 9:23

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is DOLPHIN ENTERPRISES II, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office for service of process and the business mailing address of this corporation is 200 South Biscayne Blvd., Ste. 1050, Miami, Florida

33133, and the name of the initial registered agent of this corporation at that address is Josh N. Bennett, Esq.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. 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 of this corporation is:

NAME

CONRAD BAKKER

ADDRESS

c/o: J. Bennett, Esq.
200 S. Biscayne Blvd., Ste. 1050,
Miami, Florida 33131

ARTICLE VII - INCORPORATOR

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

NAME

JOSH N. BENNETT, ESQ.

ADDRESS

200 S. Biscayne Blvd., Ste. 1050,
Miami, Florida 33131

ARTICLE VIII - BY-LAWS

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 24th day of June, 1996.



JOSH N. BENNETT

STATE OF FLORIDA

)

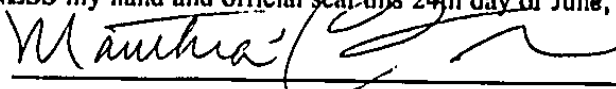
:SS.:

COUNTY OF DADE

)

BEFORE ME, the undersigned authority, personally appeared **JOSH N. BENNETT**, to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me or who has provided me with _____ as identification, and who did/did not take an oath.

WITNESS my hand and official seal this 24th day of June, 1996.



FLORIDA, NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



MANTHIA BASKERVILLE
My Commission CC421962
Expires Nov. 20, 1998
Bonded by HAI
800-422-1555

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business for the Service of Process
Within this State, Naming Agent Upon Whom Process May Be Served.

(Attached to the Articles of Incorporation of

DOLPHIN ENTERPRISES II, INC.

and Made a Part Thereof)

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, DOLPHIN ENTERPRISES II, INC., desiring to organize as a corporation under the laws of the State of Florida, with its registered office as indicated in its Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named **JOSH N. BENNETT** as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



JOSH N. BENNETT
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 27 AM 9:23