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PRAINTING THE PROPERTY NO. 1 07210000032 STYLE OF CORPORATION

REFERENCE | 999513 6594A

AUTHORIZATION :

ORDER DATE : June 25, 1996

ORDER TIME : 2:50 PM

ORDER NO. : 999513

CUSTOMER NO:

6594A

CUSTOMER: Donald J. Kahn, Esq

GREEN KAHN & PIOTRKOWSKI, PA

900001875693

317 71st Street

Miami Beach, FL 33141

DOMESTIC FILING

NAME:

-G.H.H., ING.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

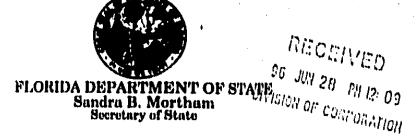
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

503-672



June 28, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: G.H.H., INC. Ref. Number: W98000013549 RESUBMIT

Please give original submission date as file date.

We have received your document for G.H.H., INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 096A00031630

SECRETARY OF STATE DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

96 JUN 26 AM 9: 56

OF

HEATHER KAY, 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: HEATHER KAY, INC.

The address of the principal office of this corporation shall be 3280 Paddock Road, Fort Lauderdale, Florida 33331, 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 500 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 317 71st Street, Miami Beach, Florida 33141, and the name of the initial registered agent of the corporation at that address is Donald J. Kahn, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 1 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Gary Stein

3280 Paddock Road Fort Lauderdale, FL 33331

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gary Stein Pres.

3280 Paddock Road Fort Lauderdale, FL 33331

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. 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 June 25, 1996.

CORPORATION SERVICE COMPANY

Iti Agent, Karen B. Rozar

DWL

ACCEPTANCE OF REGISTERED AGENT

FILED DIVISION OF STATE DIVISION OF CORPORATIONS

DESIGNATED IN ARTICLES OF INCORPORATION

96 JUN 26 AH 9: 56

, an individual residing in this State having a business office identical with the registered office of the corporation named below and having been designated as the registered agent in the above and foregoing Articles of Incorporation of:

HEATHER, KAY, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.9505, Florida Statutes.

DONALD J. KAHN