

P960000060020

Dept. of State  
Division of Corporations  
Box 6327  
Tallahassee, FL 32314

900001893549  
-07/16/96--01003--014  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: MIDTOWN AFFILIATES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for the Incorporation fee, the registered agent fee, and the certified copy fee.

FROM: Laura Gelber  
275 Solano Prado  
Miami, FL 33156  
305-669-1885

FILED  
96 JUL 15 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-18-96  
KR

FILED  
96 JUL 15 AM 9:28  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA

ARTICLES OF INCORPORATION  
OF  
MIDTOWN AFFILIATES, INC.

The undersigned Incorporator, a natural person competent to contract, 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 shall be:

MIDTOWN AFFILIATES, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

619 NW 12th Ave.  
Miami, FL 33136

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE IV: REGISTERED AGENT

The name and address of the initial registered agent is:

Ellot Gelber  
619 NW 12th Ave.  
Miami, FL 33136

ARTICLE V: INCORPORATOR

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

Laura Jean Gelber  
619 NW 12th Ave.  
Miami, FL 33136

The undersigned Incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of July, 1996.

Laura Jean Gelber  
Laura Jean Gelber

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 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.

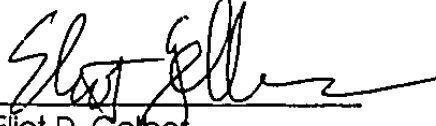
1. The name of the corporation is:

MIDTOWN AFFILIATES, INC.

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

Eliot Gelber  
619 NW 12th Ave.  
Miami, FL 33136

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.

  
\_\_\_\_\_  
Eliot D. Gelber

Date: 7-1-96

FILED  
96 JUL 15 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA