

P96000061173

BRUCK, CHOWN AND SOLIS-CORREN

TWELFTH FLOOR PACKARD BUILDING
S.E. CORNER 18TH AND CHESTNUT STREETS
PHILADELPHIA, PA 19102-2078

(RIB) 977-2000

FACSIMILE (RIB) 977-2334
FACSIMILE (RIB) 977-2340

GREAT VALLEY CORPORATE CENTER
SUITE 110
80 VALLEY STREAM PARKWAY
P.O. BOX 3008
MALVERN, PA 19355-1400
(610) 888-4800
FACSIMILE (610) 888-4816

308 N. FRONT STREET
SUITE 401
HARRISBURG, PA 17101-1236
(717) 837-7100
FACSIMILE (717) 837-7101

DIRECT DIAL NUMBER:

(215) 977-2546

July 18, 1996

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400001898734
-07/19/96--01001--009
****122.50 ****122.50

Re: Articles of Incorporation
Potamkin-Bessen Finance, Inc.

Dear Sir/Madam:

With reference to the above captioned proposed corporation I herewith submit the following attached documents for filing:

1. One duly executed original and one copy of Articles of Incorporation of *Potamkin-Bessen Finance, Inc.*
2. Our firm's check in the amount of \$122.50 in payment of the filing fee, the fee for a certified copy and the registered agent fee.

Please return a certified copy of the Articles of Incorporation to the attention of the undersigned. A stamped, self-addressed envelope is enclosed for your convenience.

Sincerely,

Hedy Wheeler
Hedy Wheeler
Corporate Assistant
Corporate Services Department

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL 19 PM 4: 04

FILED

/hw
Enclosures

cc: M. M. Sherman, Esq.

DSA:107240.1

GB 7/22/96

ARTICLES OF INCORPORATION
OF
POTAMKIN - BESSEN FINANCE, INC.

FILED
96 JUL 19 PM 4:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:

POTAMKIN - BESSEN FINANCE, INC.

SECOND: The address of the principal office of the corporation is: 4675 S.W. 74th Street, Miami, FL 33143.

THIRD: The nature of the business or purposes to be conducted or promoted is: To have unlimited power to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is 2,000 shares of common stock, of which 1,000 shares shall be voting stock, par value \$.01 per share, and 1,000 shares shall be nonvoting stock, par value \$.01 per share.

FIFTH: The address of its registered office in the State of Florida is: 4675 S.W. 74th Street, Miami, FL 33143. The name of its registered agent at such address is: Alan H. Potamkin.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Alan H. Potamkin	4675 S.W. 74th Street Miami, FL 33143
Robert M. Potamkin	130 Spruce Street, Suite 30B Philadelphia, PA 19106
Ted Bessen	787 11th Avenue New York, NY 10019

SEVENTH: The name and mailing address of the incorporator is as follows:

Name

Address


Hedy Wheeler

12th Floor Packard Building
15th and Chestnut Streets
Philadelphia, PA 19102

EIGHT: The corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stock holders herein are granted subject to this reservation.

NINTH: The shareholders of this corporation shall not have the right to cumulate their shares in voting for the election of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of June, 1996.


Hedy Wheeler (SEAL)
Sole Incorporator

Acceptance by the Registered Agent as required in Section 607.0501 (3) F.S.:
ALAN H. POTAMKIN is familiar with and accepts the obligations provided for in Section 607.0505.


Alan H. Potamkin

Dated: June 28, 1996.

FILED
96 JUL 19 PM 4:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P.96000061173

WOLF, BLOCK, SCHORN AND SOLIS-COHEN

TWELFTH FLOOR PACKARD BUILDING
S.E. CORNER 18TH AND CHESTNUT STREETS
PHILADELPHIA, PA 19102-8678

(215) 977-8000

FACSIMILE (215) 977-8334
FACSIMILE (215) 977-8346

308 N. FRONT STREET
SUITE 401
HARRISBURG, PA 17101-1838
(717) 837-7100
FACSIMILE (717) 837-7101

GREAT VALLEY CORPORATE CENTER
SUITE 110
80 VALLEY STREAM PARKWAY
P.O. BOX 3008
HALVERN, PA 18328-1408
(610) 889-4800
FACSIMILE (610) 889-4818

DIRECT DIAL NUMBER:

(215) 977-2346

August 29, 1996

VIA FIRST CLASS MAIL

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100001837701
-09/04/96--01018--003
*****35.00 *****35.00

Re: Articles of Dissolution
Potamkin-Bessen Finance, Inc.

Dear Sir/Madam:

In connection with the dissolution of the above referenced Florida domestic corporation, I have enclosed herewith the following documents for filing:

1. One duly executed original and one copy of Articles of Dissolution of Potamkin-Bessen Finance, Inc.
2. Our firm's check, in the amount of \$35.00 in payment of the filing fee.

Please return a filed copy of the Articles of Dissolution to the attention of the undersigned. A stamped, self-addressed envelope is enclosed for your convenience.

Sincerely,

Hedy Wheeler
Hedy Wheeler
Corporate Assistant
Corporate Services Department

/hw
Enclosures

cc: M. M. Sherman, Esq.

Wold's

FILED
96 SEP -4 AM 8:15
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLES OF DISSOLUTION

FILED
95 SEP -4 AM 8:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to 607.1401, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is POTANKIN-BESSEN FINANCE, INC.

SECOND: The articles of incorporation were filed on July 19, 1996

THIRD: (check one)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (check one)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 29th day of August, 19 96

Signature

Hedy Wheeler
(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

Hedy Wheeler

(Typed or printed name)

Sole Incorporator

(Title)