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ITTER & CHUSID  
ATTORNEYS AT LAW

INTERCONTINENTAL BANK CENTER  
7000 WEST PALMETTO PARK BOULEVARD, SUITE 400  
BOCA RATON, FLORIDA 33433

(561) 394-2100  
DUNWAD. (954) 020-0223  
FAX: (561) 394-2502

FILED

96 JUL 22 AM 11:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DATE OFFICE:  
SUITE 1020  
INGRAM BUILDING  
36 S.E. 2ND AVENUE  
MIAMI, FLORIDA 33131

GREGORY J. RITTER  
MITCHEL CHUSID  
KRITHA A. GOLIKULUM

OF COUNSEL:  
STACY J. RITTER  
WARREN J. KOZLOW  
CAROLYN ANNE PICKARD

\*Also Admitted in New York

July 19, 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

400001900614  
-07/22/96--01056--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Cuevas-Dennis Corporation

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for The Cuevas-Dennis Corporation, together with our office check in the amount of \$122.50 payable to the Secretary of State, representing the filing fees.

Please return the certified copy to my attention.

Should you have any questions, please contact me. Thank you for your prompt attention to this matter.

Very truly yours,

*Cynthia C. Mendoza*

Cynthia C. Mendoza  
Legal Assistant to Mr. Ritter

/cm

Enclosures

PH 7/23/96

**ARTICLES OF INCORPORATION  
OF  
THE CUEVAS-DENNIS CORPORATION**

**FILED**  
96 JUL 22 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation shall be:

THE CUEVAS-DENNIS CORPORATION (the "Corporation")

**ARTICLE II  
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The total authorized capital stock of the Corporation is one thousand (1,000) shares of Common Stock, par value One Dollar (\$1.00) per share.

**ARTICLE IV  
TERM OF EXISTENCE**

The Corporation shall exist perpetually.

ARTICLE V  
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of the Corporation in the State of Florida is 6790 N.W. 88th Avenue, Tamarac, Florida 33321. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI  
NUMBER OF DIRECTORS

The Corporation shall have not less than one (1) Director.

ARTICLE VII  
FIRST BOARD OF DIRECTORS

The name and street address of the initial sole member of the Board of Directors are:

Roger F. Dennis  
6790 N.W. 88th Avenue  
Tamarac, Florida 33321

ARTICLE VIII  
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Gregory J. Ritter, Esq., 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, and the name of the initial registered agent of the Corporation at that address is Gregory J. Ritter.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
19th day of July, 1996.

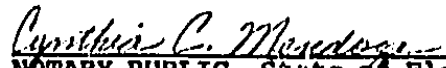
  
\_\_\_\_\_  
GREGORY J. RITTER

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 19th  
day of July, 1996, by GREGORY J. RITTER as incorporator to these  
Articles, who is personally known to me or who has produced  
\_\_\_\_\_ as identification and who did not take an  
oath.

My Commission Expires:

OFFICIAL NOTARY SEAL  
CYNTHIA C MENDOZA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC224000  
MY COMMISSION EXP. AUG. 27, 1996

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
Print name: Cynthia C. Mendoza  
Title: \_\_\_\_\_

[SEAL]

FILED

CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
JUL 22 AM 11:16  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, Florida Statutes, the following is submitted:

THE CUEVAS-DENNIS CORPORATION, a corporation being organized under the laws of the State of Florida, designates 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, as its registered office and has named GREGORY J. RITTER as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for THE CUEVAS-DENNIS CORPORATION at the place designated in this Certificate, I hereby agree to act in such capacity and agree to comply with the provisions of said Act with respect to keeping such office open.

By:   
REGISTERED AGENT