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(((H960000010154))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 33401-6194
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HENRY THE FIRST, INC.
FAX AUDIT NUMBER: H96000010154 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/22/1996 TIME REQUESTED: 16:23:23
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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JUL 23 1996

**ARTICLES OF INCORPORATION
OF
HENRY THE FIRST, INC.**

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is **HENRY THE FIRST, INC.** (the "Corporation").
- SECOND:** The street address of the initial principal office of the Corporation is unknown, however the mailing address of the Corporation is c/o Broad and Cassel, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- THIRD:** The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH:** The name and address of the incorporator of the Corporation is: Dawn Lankford Bowling, Esq., Broad and Cassel, 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names of the initial directors of the Corporation are:

Enrique Cohen

Gail Cohen

- EIGHTH:** The Corporation shall indemnify its officers and directors to the fullest extent permitted by Florida law.

Dawn Lankford Bowling
Florida Bar No. 0938734
Broad and Cassel
201 S. Biscayne Boulevard, Suite 3000
Miami, Florida 33131
(305) 373-9400

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NINTH: The corporate existence of the Corporation shall commence on the 18th day of July, 1996 and the Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of July, 1996.


Dawn Bankford Bowling, Incorporator

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ACCEPTANCE OF APPOINTMENT
OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C Corporate Services, Inc.

By:


Allison A. Lichter
Vice President

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