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(((H96000010195))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: MURAI, WALD, BIONDO, MORENO, P.A.
DEPARTMENT OF STATE 25 SE 2ND AVE
STATE OF FLORIDA SUITE 900
409 EAST GAINES STREET MIAMI FL 33131-
TALLAHASSEE, FL 32399 CONTACT: NIURKA ALONSO
FAX: (904) 922-4000 PHONE: (305) 358-5900
FAX: (305) 358-9490
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: L.H.F., INC.
FAX AUDIT NUMBER: H96000010195
DATE REQUESTED: 07/23/1996
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TIME REQUESTED: 14:13:55
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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7/24/96
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95 JUL 23 PM 4:07

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Fax Audit # H960000101953

Articles of Incorporation

of

L.H.F., INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is L.H.F., INC. whose address is 2121 Ponce de Leon Boulevard, Penthouse, Coral Gables, Florida 33134.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

Fax Audit # H96000010195

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ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 2121 Ponce de Leon Boulevard, Penthouse, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is Stewart Marcus.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

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The name and street address of the directors are:

Stewart Marcus
2121 Ponce de Leon Boulevard
Penthouse
Coral Gables, Florida 33134

Evelyn Langlieb Greer
2400 S. Dixie Highway
Suite 200
Miami, Florida 33133

ARTICLE VII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Stewart Marcus
2121 Ponce de Leon Boulevard
Penthouse
Coral Gables, Florida 33134

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

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ARTICLE X**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of July, 1996.

Stewart Marcus
Stewart Marcus

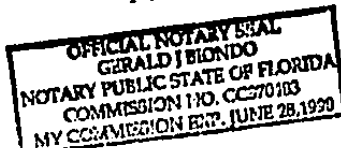
STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 23 day of July, 1996 by STEWART MARCUS, who is personally known to me or who has produced _____ as identification.

Gerald J. Biondo
NOTARY PUBLIC, STATE OF FLORIDA
Print name: GERALD J. BIONDO
Commission No.: CC 370483

My Commission expires:

G:\MARCUS\GENERAL\LHF.DOC



Fax Audit # H96000010195

Certificate of Registered Agent
of
L.H.F., INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That L.H.F., INC. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Coral Gables, County of Dade, State of Florida, has named Stewart Marcus at 2121 Ponce de Leon Boulevard, Penthouse, Coral Gables, Florida 33134 its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 23 day of July, 1996.

By: Stewart Marcus

Stewart Marcus

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Fax Audit # H96000010195

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File

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ELECTRONIC FILING COVER SHEET

((H96000016022 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: MURAI, WALD, BIONDO, MORENO, P.A.

ACCT#: 076150002103

CONTACT: NIURKA ALONSO

PHONE: (305)358-5900

FAX #: (305)358-9490

NAME: L.H.F., INC.

AUDIT NUMBER.....H96000016022

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 1

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95 NOV 14 AM 10:14

DIVISION OF CORPORATIONS

SH 11/14
Amended

FILED
95 NOV 14 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1996

L.E.F., INC.
2121 PONCE DE LEON BLVD. PENTHOUSE
CORAL GABLES, FL 33134

SUBJECT: L.E.F., INC.
REF: F96000061872

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: F96000016022
Letter Number: 196A00051861

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
L.H.F., INC.**

The undersigned, as President and Director of L.H.F., INC., hereby files this Amendment to the Articles of Incorporation of L.H.F., INC. which Amendment was unanimously approved by all the directors, officers and shareholders of L.H.F., INC. pursuant to a meeting duly held on the 6th day of November, 1996 at which meeting all of said officers, directors and shareholders agreed that Evelyn Langlieb Greer shall be removed as a director of L.H.F., INC. Accordingly, Article VI of the Articles of Incorporation is revised as follows:

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have one (1) director. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The name and street address of the director is:

Stewart Marcus
2121 Ponce de Leon Boulevard
Panthouse
Coral Gables, Florida 33134

This Amendment modifies the Articles of Incorporation which was filed on July 24, 1996 and assigned document number P96000061872.

WITNESS the hand and seal of the President and Director on this 11th day of November, 1996.

Stewart Marcus
Stewart Marcus

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11th day of November, 1996 by Stewart Marcus who is personally known to me or who has produced identification.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
Print name:
Commission No.:

My Commission expires:

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

