

P96000066747

TRANSMITTAL LETTER

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

300001917158  
-08/08/96--01105--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Twin Designs Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

Judy L. Stein  
Name (printed or typed)

9087 SW 129 Lane  
Address

Miami, FL 33176  
City, State & Zip

(305) 253-3048  
Daytime Telephone number

FILED  
95 AUG -8 PM 12: 08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER AUG 12 1996

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

We the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of said State providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

Twin Designs Inc.

ARTICLE II

The purpose for which the corporation is organized is to transact, promote, carry on and engage in any lawful activity within or without the State of Florida, and in foreign countries.

ARTICLE III

The amount of total authorized capital stock of the corporation shall be one thousand (1,000) shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be at least the minimum amount permitted, from time to time, by the Laws of the State of Florida.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be  
9087 SW 129th Lane, Miami, FL 33176  
with the privilege, however, of having branch offices and places of business  
at any other places within or without the State of Florida, or in foreign  
countries.

FILED  
55 AUG - 8 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to the Florida Statutes pertaining thereto, the above named corporation, desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the County of Dade, State of Florida, has named Judy L. Stein, located at 9087 SW 129th Lane, Miami, FL 33176, County of Dade, State of Florida as its agent to accept service of process within this State.

**ARTICLE VIII**

The affairs of the corporation shall be conducted by a Board of at least one (1) director who need not be a stockholder.

**ARTICLE IX**

The names and addresses of the first Board of Directors of the corporation who, subject to the provisions of these Articles of Incorporation, the by-laws of the corporation and general corporation laws of the State of Florida, shall hold office until their successors have been elected and qualified are:

Judy L. Stein  
9087 SW 129th Lane  
Miami, FL 33176

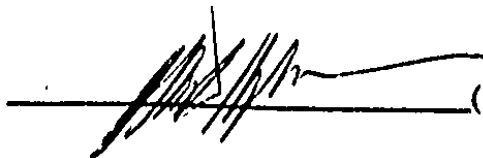
**ARTICLE X**

The names and addresses of each subscriber of these Articles of Incorporation are:

Milton M. Shapiro  
20301 W. Country Club Drive, Suite 2029  
Aventura, FL 33180

The corporation shall, at all times, have the corporate powers presently given to the corporations by the Laws of the State of Florida. The corporation is expressly authorized to enter into, honor and be bound by stockholders' agreements with stockholders of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation on the 1st day of August, 1996.

  
\_\_\_\_\_  
(SEAL)

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Twin Designs Inc.

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

Judy L. Stein  
(NAME)  
9087 SW 129 Lane  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
Miami, FL 33176  
(CITY/STATE/ZIP)

FILED  
8/12/96  
8 AM '96  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

*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.*

  
(SIGNATURE)

8/5/96  
(DATE)