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PRAINTENAMENTACCOUNT NO. : 072100000032	Top

REFERENCE : 071007 4337904

AUTHORIZATION :

COST LIMIT: \$ 122,50 Patricia Punt

ORDER DATE : August 30, 1996

ORDER TIME : 10:04 AM

ORDER NO. : 071007

CUSTOMER NO: 4337904

CUSTOMER: Nicholas M. Daniels, Esq THERREL BAISDEN & MEYER WEISS

Suite 500

1111 Lincoln Road Miami Beach, FL 33139

DOMESTIC FILING

NAME: SAMEDY, INC.

File 1st

400001996684

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X_____CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

<u>(</u>| 8/30/96

LEFECTIVE DATE

ARTICLES OF INCORPORATION OF SAMEDY, INC.

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ARTICLE I

The name of the corporation is SAMEDY, Inc.

ARTICLE II Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 29th day of August, 1996.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V Principal Office: Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels, Esq.

ARTICLE VI Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Sam A. Tendrich, c/o Stephen A. Wayner, 6701 Sunset Drive, Suite #100,

Miami, Florida 33143 and Arlyno R. Wayner, c/o Stophen A. Wayner, 6701 Sunsot Drivo, Suito #100, Miami, Florida 33143.

ARTICLE VII

The name and address of the person signing these Articles is: Nicholas M. Daniels, Esq., 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 2910 day of August , 1996.

NICHOLAS M. DANIELS, Subscriber

STATE OF PLORIDA:

85:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this day of fluque, 1996, by NICHOLAS M. DANIELS, ESQ., who is personally known to me or who has produced as

Notary Public, State of Florida at Large

Type/Print/or Stamp Name of Notary

My Commission Expires:

OFFICIAL NOTARY SEAL
LETICIA ZATARAIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291944
MY COMMISSION EXP. JULY 5.1997

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

SAMEDY, INC.

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

First--that SAMEDY, INC., desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, has named Nicholas M. Daniels, Esq., located at 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the 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.

NICHOLAS M. DANTETO

MMD/Corp/Ten-Art. Inc