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Patricia Pyjits

ORDER DATE : September 19, 1996

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ORDER TIME : 10:04 AM

ORDER NO. : 091269

CUSTOMER NO: 4337904

CUSTOMER: Jonathan Feuerman, Esq  
THERREL BAISDEN & MEYER WEISS

Suite 500  
1111 Lincoln Road  
Miami Beach, FL 33139

RECEIVED  
96 SEP 19 21 11:27  
DIVISION OF CORPORATIONS  
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96 SEP 19 PM 3:33  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: RUTH MORGENSTERN ENTERPRISES,  
INC.

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:

File 1st  
9/19/96

EFFECTIVE DATE

9/17/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 SEP 19 PM 3:33

ARTICLES OF INCORPORATION  
OF  
RUTH MORGENSTERN ENTERPRISES, INC.

ARTICLE I  
Name

The name of the corporation is RUTH MORGENSTERN ENTERPRISES, INC.

ARTICLE II  
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 17 day of September, 1996.

ARTICLE III  
Purpose

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: Jonathan Feuerman, 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: Ruth Morgenstorn, 301-174 Street, #1017, North Miami Beach, Florida 33160 and Karen Morgenstern, 19101 Mystic Point Drive, #2010, North Miami Beach, Florida 33160.

**ARTICLE VII  
Incorporator**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 17 day of September, 1996.

[Signature]  
JONATHAN FEUERMAN, Subscriber

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 17 day of September, 1996, by JONATHAN FEUERMAN, ESQ., who is personally known to me or who has produced as identification.

[Signature]  
Notary Public, State of Florida  
at Large

Type/Print/or Stamp Name of Notary

My Commission Expires:



FILED  
CLERK OF THE STATE  
OF FLORIDA  
CORPORATIONS

95 SEP 17 PM 3:53

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

**RUTH MORGENSTERN ENTERPRISES, INC.**

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

First--that RUTH MORGENSTERN ENTERPRISES, 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 Jonathan Feuerman, 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.

  
\_\_\_\_\_  
JONATHAN FEUERMAN

JF\EST.PLN\FLP\MISC\MORGEN-A.Inc