1201 HAYS STREET 800-342-8086 TAILAHASSEE, FL 32301-2607 networks PRESIDE HALL ACCOUNT NO. : 072100000032 REFERENCE : 144918 4320025 AUTHORIZATION : COST LIMIT : \$ 122.50 ORDER DATE: November 5, 1996 ORDER TIME : 2:50 PM ORDER NO. : 144918-005 CUSTOMER NO: 4320025 900001997429--5 CUSTOMER: Ms. Lourdes C. Cambo PACKMAN, NEUWAHL & ROSENBERG 1500 San Remo Avenue Suite 125 Coral Gables, FL 33146 DOMESTIC FILING PROPERTY MANAGEMENT, NAME: GINSEND∧ INC. BITISION OF CONFORMIDA EFFECTIVE DATE: XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY

W-23635

EXAMINER'S INITIALS:

_ PLAIN STAMPED COPY

CONTACT PERSON: Michael E. Klunk

CERTIFICATE OF GOOD STANDING



FLORIDA DEPARTMENT OF STATE Sundra B. Mortham Secretary of State

November 6, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: GINSEND, INC. Ref. Number: W96000023635

We have received your document for GINSEND, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 796A00051025





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 7, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: GINSEND MANAGEMENT, INC.

Ref. Number: W96000023635

We have received your document for GINSEND MANAGEMENT, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 396A00051170



ARTICLES OF INCORPORATION

OF

GINSEND PROPERTY MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GINSEND PROPERTY MANAGEMENT, INC.

The address of the principal office of this corporation shall be 12945 Nevada Street, Miami, Florida 33156 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

Stop City

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146 and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ginette D'Adesky Pres./Sec.

12945 Nevada Street Miami, Florida 33156

Cliva L. D'Adesky V.Pres.

Same

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Ginette D'Adesky Dir.

12945 Nevada Street Miami, Florida 33156

ARTICLE VIII. INCORPORATOR

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

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Corporacion Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 5, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

GLS/mke

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Ginsend, Inc.	
2.	The name and address of the registered agent and office is:	<u>"!</u>
	Atrium Registered Agents, Inc. (Nomo)	F1L 95 NOV -6
	1500 San Remo Avenue, Suite 125	m
	(P.O. Box or Mail Drop Box NOT ecceptable)	11:16 D 1:18
	Coral Gables, FL 33146 (Chy/Sum/Zp)	ൂണ ത

Having been named as registered agent and to accept service of process for the above stated comporation at the place designated in this cartificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I turber 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.

ATRIUM REGISTERED AGENTS, INC.

November 5, 1996 (Date) (Signature)

ROBERT A. STAMEN, Vice President '