

ROYAL FLAGG JONAS  
LAWYER

P96000092959

November 6, 1996

P.O. BOX 41-4242  
MIAMI BEACH, FL 33141  
PHONE & FAX  
305-868-8629

000002000920--5  
-11/08/96--01104--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV -8 PM 3:15

Re: ATHENS, CORP.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above named corporation and check in the amount of \$70.00 to cover filing fees and registered agent designation.

Thank you in advance for your courtesy and attention to this matter.

Yours very truly,

*Royal Flagg Jonas*  
ROYAL FLAGG JONAS

RFJ:pf  
Encl.

*g. j. j. j.*

ARTICLES OF INCORPORATION  
OF

ATHENS, CORP.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 NOV -8 PM 3:15

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I. - CORPORATE NAME**

The name of the Corporation is ATHENS, CORP.

**ARTICLE II. - CORPORATE DURATION**

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III. - PURPOSE AND POWERS**

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

**ARTICLE IV. - CAPITALIZATION**

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall have a \$5.00 par value.

**ARTICLE V. - REGISTERED OFFICE,  
AGENT AND PRINCIPAL OFFICE**

The street address of the initial registered office of the Corporation is: 6976 Collins Avenue, Miami Beach, FL 33141, and the registered agent is John Chavles, 6976 Collins Avenue, Miami Beach, FL 33141.

**ARTICLE VI. - DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the person who is to serve as member of the initial Board of Directors is follows:

JOHN CHAVLES, 6976 Collins Avenue, Miami Beach, FL 33141 FL

**ARTICLE VII. - INCORPORATOR**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

The name and address of the incorporator is: 96 NOV -2 PM 3:15  
JOHN CHAVLES, 6976 Collins Avenue, Miami Beach, FL 33141.

**ARTICLE VIII. - SPECIAL PROVISION**

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation at Miami Beach, Florida on the 6<sup>th</sup> day of NOVEMBER 1996.

  
JOHN CHAVLES                      Subscriber

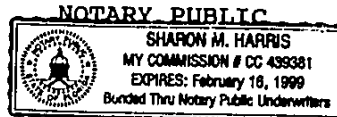
STATE OF FLORIDA  
COUNTY OF

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared JOHN CHAVLES, personally known to me, under oath, who acknowledged before me that he is the subscriber to these Articles of Incorporation and he has signed same on this 6<sup>th</sup> day of NOVEMBER 1996.



My commission expires:

2/16/99



**ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT**

COMES NOW, JOHN CHAVLES, and hereby acknowledges his appointment as the registered agent of ATHENS, CORP.

  
JOHN CHAVLES