

ent by: STEARNS WEAVER

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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H96000016093 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: STEARNS WEAVER MILLER, ET AL.
CONTACT: BARBARA A BEALL
PHONE: (305)789-3200

ACCT#: 076077002504

FAX #: (305)789-3395

NAME: THE WINSTON FUND CORPORATION

AUDIT NUMBER.....H96000016093

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

12:14 pm

Thursday November 14, 1996

NUM

Attention Terri or Dana:

Attached for filing is an executed copy of Articles of Incorporation
for the above referenced corporation. Please return the certified copy to
my attention via fax.

Please call me at (305)789-3545 with any questions you may have.
Thank you for your cooperation.

Very truly yours,

Marcia K. Cox

Marcia K. Cox
Legal Assistant

RECEIVED

96 NOV 14 PM 3:14

CLERK OF COURT
TALLAHASSEE, FLORIDA

RECEIVED
FILING
SECTION

96 NOV 14 PM 5:30

FILED

Dana
11/14/96
390 5317

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ARTICLES OF INCORPORATION
OF
THE WINSTON FUND CORPORATION

FILED
96 NOV 14 PM 5:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is THE WINSTON FUND CORPORATION (the "Corporation").

ARTICLE II - ADDRESS

The mailing address and principal place of business of the Corporation is 13930 N.W. 60th Avenue, Miami Lakes, Florida 33014.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

Prepared by:

Marcia K. Cox, Legal Assistant
Stearns Weaver Miller et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
(305) 789-3300

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ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name

Address

Teddy D. Klinghoffer

2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

ARTICLE VII - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation is:

Name

Address

Sidney Levy

13930 N.W. 60th Avenue
Miami Lakes, Florida 33014

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Teddy D. Klinghoffer

2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

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ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of November, 1996.




Teddy D. Klinghoffer,
Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Business Corporation Act.



Teddy D. Klinghoffer,
Registered Agent

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FALLS CHURCH, VIRGINIA

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