

11/25/96  
10:20 AM

P96000096018

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H96000016620 2))

TO: DIVISION OF CORPORATIONS  
(904) 922-4001

FAX #:

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN  
PHONE: (305) 374-7580  
(305) 350-2446

FAX #:

NAME: AGHO E FILO CORPORATION

AUDIT NUMBER.....H96000016620

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX

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

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

RECEIVED  
96 NOV 25 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
96 NOV 25 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PA 11/25/96  
206A00053445

ARTICLES OF INCORPORATION  
OF  
AGHO É FILO CORPORATION  
(NEEDLE AND THREAD CORPORATION)

FILED  
96 NOV 25 PM 3:22

ARTICLE I -- NAME

The name of this corporation is AGHO É FILO CORPORATION, translated, NEEDLE AND THREAD CORPORATION.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

3051 SW 16th Street  
Miami, Florida 33145.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

3051 SW 16th Street  
Miami, Florida 33145;

and the name and address of the initial registered agent of this corporation are:

Name

Address

Esther Hernandez

3051 SW 16th Street  
Miami, Florida 33145.

This instrument prepared by:  
Richard D. Mondre, Esquire  
Florida Bar No. 262269  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2500 First Union Financial Center (33131-2336)  
P.O. Box 019109  
Miami, Florida 33101-9109  
Telephone: 305-374-7580

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII -- INCORPORATOR

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

Name

Address

Esther Hernandez

3051 SW 16th Street  
Miami, Florida 33145.

ARTICLE VIII -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE IX -- INDEMNIFICATION


This corporation shall indemnify any officer, director and incorporator, or any former officer, director and incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Pax Audit No. H96-16620

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of her appointment as registered agent therein this 22<sup>nd</sup> day of November, 1996.

  
Esther Hernandez, Incorporator and Registered Agent

FILED  
96 NOV 25 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pax Audit No. H96-16620

JAN - 26 '97

P96000096018

1/24/97  
5:11 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000001466 G))

TO: DIVISION OF CORPORATIONS  
(904)922-4000

FAX #:

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN

PHONE: (305)374-7580

FAX #:

(305)350-2446

NAME: AGHO E FILO CORPORATION

AUDIT NUMBER.....H97000001466

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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FAX

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

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*Pls. disregard the first  
one sent. Pls. file this  
one which does not have  
the line of text  
printed on top. Thank you.*

27 JAN 11 1997

*original  
index*

FILED  
97 JAN 27 AM 9 34  
SECRET/STATE  
TALLAHASSEE, FLORIDA

Fax Audit No. H97-1466

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
AGHO É FILO CORPORATION  
(NEEDLE AND THREAD CORPORATION)

FILED  
97 JAN 27 AM 9:34  
SECRET  
TALLER  
DATE  
ONDA

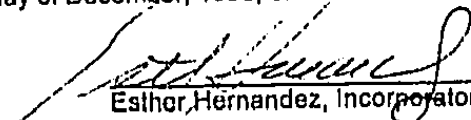
The undersigned, Esther Hernandez, being the sole incorporator of AGHO É FILO CORPORATION, a Florida corporation (the "Corporation") (translated, "Needle and Thread Corporation"), incorporated under the law of the State of Florida on November 25, 1996, under Document No. P96000096018, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows (the "Amendment"):

"ARTICLE I -- NAME

The name of this corporation is EMH REALTY, INC."

Such amendment of the Articles of Incorporation of the Corporation has been duly authorized and directed by the sole incorporator of the Corporation by Written Consent to Corporate Action by Incorporator dated as of December 9, 1996. Shareholder action was not required for the adoption of said Amendment as none of the Corporation's authorized shares of common stock, \$1.00 par value, have been issued to date. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal in her capacity as aforesaid as of the 10th day of December, 1996, on behalf of the Corporation.

  
Esther Hernandez, Incorporator

[CORPORATE SEAL]

STATE OF FLORIDA )

) SS:

COUNTY OF DADE )

THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of December, 1996, by Esther Hernandez, as Incorporator and on behalf of AGHO É FILO CORPORATION, a Florida corporation; such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:

[NOTARIAL SEAL]

OFFICIAL NOTARY SEAL  
SUSAN M. WIGTON  
NOTARY PUBLIC, State of Florida  
COMMISSION NO. CC557245  
MY COMMISSION EXP. MAY 23, 2000

Print Name

Susan M. Wigton

NOTARY PUBLIC, State of Florida

Serial No., if any

This instrument prepared by:

Marc J. Stone, Esquire  
Florida Bar No. 724920  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2500 First Union Financial Center  
P.O. Box 019109  
Miami, Florida 33101-0100  
Telephone: 305-374-7580

Fax Audit No. H97-1466

4/09/97  
3:02 PM

P96000096018

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000005844 0))

TO: DIVISION OF CORPORATIONS  
(904) 922-4000

FAX #:

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN

PHONE: (305) 374-7580

FAX #:

(305) 350-2446

NAME: EMH REALTY, INC.

AUDIT NUMBER.....H97000005844

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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97 APR -9 PM 3:33

DIVISION OF CORPORATIONS

SH 4/9  
NC

FILED  
97 APR -9 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fa. Audit No. H97- 5844

SECOND ARTICLE IS OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
EMH REALTY, INC.

FILED  
97 APR -9 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Esther Hernandez, being the sole incorporator of EMH REALTY, INC., a Florida corporation (the "Corporation"), incorporated under the laws of the State of Florida on November 25, 1996, under Document No. P96000096018, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows (the "Amendment"):

"ARTICLE I -- NAME

The name of this corporation is MARIA MASOT, INC."

Such amendment of the Articles of Incorporation of the Corporation has been duly authorized and directed by the sole incorporator of the Corporation by Written Consent to Corporate Action by Incorporator dated as of April 9, 1997. Shareholder action was not required for the adoption of said Amendment as none of the Corporation's authorized shares of common stock, \$1.00 par value, have been issued to date. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal in her capacity as aforestated as of the 9 day of April, 1997, on behalf of the Corporation

  
Esther Hernandez, Incorporator

[CORPORATE SEAL]

This instrument prepared by:  
Marc J. Stone, Esq.  
Florida Bar No. 724920  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580



FAX AUDIT NO. H97-5844

RUBIN BAUM & LEVIN 14:07 APR -09 97 (WED)

TEL 305 374 7593

P. 002



4/09/97  
3:02 PM

P96000096018

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000005844 0))

TO: DIVISION OF CORPORATIONS  
(904) 922-4000

FAX #:

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN  
PHONE: (305) 374-7580

FAX #:

(305) 350-2446

NAME: EMH REALTY, INC.

AUDIT NUMBER... H97000005844

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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FAX

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\*\* ENTER 'M' FOR MENU. \*\*

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97 APR -9 PM 3:33

DIVISION OF CORPORATIONS

SH 4/9  
NC

FILED  
97 APR -9 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fax Audit No. H97- 5844

SECOND ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
EMH REALTY, INC.

FILED  
97 APR -9 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Esther Hernandez, being the sole incorporator of EMH REALTY, INC., a Florida corporation (the "Corporation"), incorporated under the laws of the State of Florida on November 25, 1996, under Document No. P96000096018, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows (the "Amendment"):

"ARTICLE I -- NAME

The name of this corporation is MARIA MASOT, INC."

Such amendment of the Articles of Incorporation of the Corporation has been duly authorized and directed by the sole incorporator of the Corporation by Written Consent to Corporate Action by Incorporator dated as of April 9, 1997. Shareholder action was not required for the adoption of said Amendment as none of the Corporation's authorized shares of common stock, \$1.00 par value, have been issued to date. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal in her capacity as aforestated as of the 9 day of April, 1997, on behalf of the Corporation

  
Esther Hernandez, Incorporator

[CORPORATE SEAL]

This instrument prepared by:  
Marc J. Stone, Esq.  
Florida Bar No. 724920  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580



FAX AUDIT NO. H97-5844