

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000102696

CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 196804 132549A

AUTHORIZATION

COST LIMIT : \$ 70.00

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96 DEC 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : December 20, 1996

ORDER TIME : 10:29 AM

ORDER NO. : 196804-005

CUSTOMER NO: 132549A

000002035030--2

CUSTOMER: David Wolis, Esq
NEMSER & WOLIS, P.A.

Suite 204a
18999 Biscayne Blvd.
North Miami Bch, FL 33180

DOMESTIC FILING

NAME: NORTH DADE INDUSTRIAL
BUILDING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

KL
12-20-96

DIVISION OF CORPORATION

96 DEC 20 PM 12:09

RECEIVED

**ARTICLES OF INCORPORATION
OF
NORTH DADE INDUSTRIAL BUILDING, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

NORTH DADE INDUSTRIAL BUILDING, INC.

The address of the principal office of this corporation shall be 18999 Biscayne Boulevard Suite 1st Floor (Jaffe Eye Institute) North Miami Beach, Florida 33180, and the mailing address of the corporation shall be 18999 Biscayne Boulevard Suite 1st Floor (Jaffe Eye Institute) North Miami Beach, Florida 33180.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any and all activities and businesses 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 18999 Biscayne Boulevard, North Miami Beach, Florida 33180, and the name of the initial registered agent of the corporation at that address is Nemser & Wolis, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII. SHAREHOLDERS AGREEMENT

This corporation is subject to a shareholders agreement pursuant to Florida Statute 607.0732 (1995).

ARTICLE VIII. INCORPORATOR

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

Nemser & Wolis, P.A.
18999 Biscayne Boulevard Suite 204A
North Miami Beach, Florida 33180

IN WITNESS WHEREOF, the undersigned agent of Nemser & Wolis, P.A., has hereunto set their hand and seal of Nemser & Wolis, P.A. on December 18, 1996.


NEMSER & WOLIS, P.A.,

By: 
David Wolis, Vice-President

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Nemser & Wolis, P.A., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Nemser & Wolis, P.A.

By: 
David Wolis, Vice-President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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