

LEONARD LEVI GARDNER
ATTORNEY AT LAW

46 S.W. FIRST STREET - SUITE 202
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November 26, 1996

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

Re: Barbara Silberman, Inc.

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation for the proposed incorporation indicated above. Please furnish me with a certified copy of said Articles of Incorporation.

I have enclosed a check in the amount of \$70.00 to cover filing fee, registration fee and certification fee.

If the proposed name for the corporation is not available, please contact me immediately.

Very truly yours,

LEONARD LEVI GARDNER, ESO.

11G/kjh
Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 17, 1996

LEONARD L. GARDNER
46 S.W. FIRST ST
SUITE 202
MIAMI, FL 33130

SUBJECT: BARBARA SILBERMAN, INC.
Ref. Number: W96000025684

We have received your document for BARBARA SILBERMAN, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must include original signatures.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 096A00056106

ARTICLES OF INCORPORATION

OF

BARBARA SILBERMAN, INC.

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be Barbara Silberman, Inc.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and the street address for this Corporation in the State of Florida shall be:

Barbara Silberman
Barbara Silberman, Inc.
755 N.W. 72nd Avenue, 25 Bijoux Plaza

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SECOND AMENDMENT
TALLAHASSEE, FLA.
1977

Miami, Florida 33126

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time through By-Laws adopted by the stockholders. However, the Corporation shall have no less than one director at any time.

ARTICLE VII - INITIAL DIRECTORS

The names and post office addresses of each member of the initial Board of Directors of this Corporation are:

Barbara Silberman
Barbara Silberman, Inc.
755 N.W. 72nd Avenue, 25 Bijoux Plaza
Miami, Florida 33126

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII - PRINCIPAL AND REGISTERED ADDRESS

This corporation shall maintain its principal office and registered office address at:

755 N.W. 72nd Avenue, 25 Bijoux Plaza
Miami, Florida 33126

ARTICLE IX - INCORPORATOR

The name and post office address of each Incorporator executing these Articles of Incorporation are as follows:

Barbara Silberman
Barbara Silberman, Inc.
755 N.W. 72nd Avenue, 25 Bijoux Plaza
Miami, Florida 33126

ARTICLE X - CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the
26th day of NOVEMBER, 1996.

Barbara Silberman
BARBARA SILBERMAN

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BE IT REMEMBERED that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared, BARBARA SILBERMAN, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and she acknowledged to me that she executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County and State above written this 30th day of November, 1996.

Stacey L. Waldron
Notary Public, State of
Florida at Large

My commission expires:



STACEY L. WALDRON
MY COMMISSION # CC397036 EXPIRES
August 2, 1998
BONDED THRU TROY F&M INSURANCE, INC.

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

By: Barbara Silberman
Barbara Silberman

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