

P97000006885



ACCOUNT NO. : 072100000032

REFERENCE : 228644 4337904

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pujate

ORDER DATE : January 21, 1997

ORDER TIME : 10:23 AM

EFFECTIVE DATE

1-17-97

ORDER NO. : 228644-010

CUSTOMER NO: 4337904

700002063327--0

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN & MEYER WEISS

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: SMARMY, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

W97-1535
KR 1-22
1-24-97

FILED
97 JAN 21 AM 8:35
SECRET
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

File First

January 22, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: MARMY, INC.
Ref. Number: W97000001535

RESUBMIT

Please give original
submission date as file date.

We have received your document for MARMY, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 797A00003067

EFFECTIVE DATE
1-17-92

ARTICLES OF INCORPORATION
OF
SMARMY, INC.

FILED
97 JAN 21 AM 8:35
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of the corporation is SMARMY, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 17th day of JANUARY, 1997.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels, Esq.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time

by the By-laws, but shall never be less than ONE (1). The name and address of the initial directors of this corporation are: Kenneth M. Myers, 2900 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131 and Judith M. Gilbert, 6489 Sunset Drive, Miami, Florida 33143.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Nicholas M. Daniels, Esq., 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 17th day of JANUARY, 1997.


NICHOLAS M. DANIELS, Subscriber

STATE OF FLORIDA:

SS:

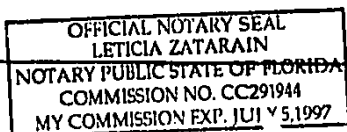
COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 17th day of January, 1997, by NICHOLAS M. DANIELS, ESQ., who is personally known to me ~~or who has produced~~ as identification.


Notary Public, State of Florida
at Large

Leticia Zatarain
Type/Print/or Stamp Name of Notary

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

SMARMY, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that SMARMY, INC., desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, has named Nicholas M. Daniels, Esq., located at 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


NICHOLAS M. DANIELS

MD\CORP\MY-ART. INC

FILED
97 JAN 21 AM 8:35
SECRET
TALLAHASSEE, FLORIDA