### LICKSTEIN, MORGENSTERN, BERGER, BROOKE & GORDON, P.A. SUTTE 1200

201 ALHAMBRA CIRCLE CORAL GABLES, FLORIDA 33134 (305) 444-1400

PAUL B, BERGER TELFFAX MYRHA D. BRICKERO (305) 444-2768 PETER M. BROOKE STEVEN R. BROWNSTEIN+ NAMOSIFFI A GYAD

HOWARD W. GORDON

DEBORAH E. LESER

March 11, 1997

FRED K. LICKSTEIN LEE A. MILLEO MELVIN C. MORGENSTERN RONALD G. NEWATHO RONALD PETER ROMAN BARRY N. SEMET MARC J. STERNBAUM SYDNEY S. TRAUM, P.A. Of Counsel

400002113384--4 -03/14/97--01025--001 \*\*\*\*122.50 \*\*\*\*122.50

Division of Corporations P. O. Box 5588 Tallahassee, Florida 32314

Re: STEY, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Stey, Inc. together with our check in the amount of \$122.50 representing the fee for filing the Articles. Please forward a certified copy to us as soon as possible.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours

Barry N. Semet For the Firm

**Enclosures** 

MAR 19 4.BSB W97-6430

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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 19, 1997

SEMET, LICKSTEIN, MORGENSTERN 201 ALHAMBRA CIRCLE SUITE 1200 CORAL GABLES, FL 33134

SUBJECT: STEY, INC.

Ref. Number: W97000006430

We have received your document for STEY, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 697A00013922

LAW OFFICES

#### SEMET, LICKSTEIN, MORGENSTERN, BERGER, BROOKE & GORDON, P.A.

**SUITE 1200** 201 ALHANBRA CIRCLE CORAL GABLES, FLORIDA 33134 (305) 444-1400

> TELEFAX (305) 444-2768

March 25, 1997

FRED K. LICKSTEIN LEE A. MILLSO MELVIN C. MORGENSTERN RONALD G. NEWIRTHO ROHALD PETER ROMAN DARRY N. SEMET MARC J. STERNBAUM SYDNEY S. TRAUM, P.A. **Of Course** 

Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314

Attention: Brenda Baker, Corporate Specialist

Re: Your Ref. Number W97000006430 EYD, INC.

Dear Ms. Baker:

PAUL S. BERGER

MYRNA D. BRICKER

PETER M. BROOKE

HAMOSIFFI & DIVAC

HOWARD W. GORDON

DEBORAH E. LEDER

STEVEN R. BROWNSTEINS

Enclosed please find the original Articles of Incorporation of EYD, Inc. for filing. Per your letter to us dated March 19, 1997 (copy enclosed), we are resubmitting these articles in substitution of our previous request for Stey, Inc. Our check for \$122.50 covering the filing fee is being held by your department.

Thank you for your attention to this matter.

For the Birm

Very truly you,

MAR 2 7. 8 858

**Enclosures** 

# ARTICLES OF INCORPORATION OF

EYD, INC.

97 MAR 27 PH 1: 46

SECRETARY OF STATE
TALLATIASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I** 

EFFECTIVE DATE

The name of the corporation is EYD, INC.

#### **ARTICLE II**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE IV

The street address of the initial registered office of the corporation is 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 and the initial registered agent of the corporation at that address is Barry N. Semet.

#### ARTICLE Y

The mailing address of the corporation is located at c/o Barry N. Semet, Esq., 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134.

#### **ARTICLE VI**

The name and street address of the member of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

Name

**Address** 

Edvin Yrausquin •

c/o Barry N. Semet

201 Alhambra Circle, Suite 1200 Coral Gables, Florida 33134

#### **ARTICLE VII**

The name and street address of each incorporator signing these articles is:

Name

**Address** 

Barry N. Semet

c/o Barry N. Semet

201 Alhambra Circle, Suite 1200 Coral Gables, Florida 33134

#### **ARTICLE VIII**

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

EXECUTED at Miami, Florida, this 25th day of March

. 1997.

Barry N. Semet, Incorporator

STATE OF FLORIDA ) :ss	
COUNTY OF DADE )	
The foregoing instrument	was acknowledged before me this 25th day of
Taurch , 1997 by Barry N	I. Semet, ⋈ who is personally known to me or □ who
has produced	as identification.
	Notary Public, STATE OF FLORIDA
	My Commission Expires My Commission Expires My Commission Expires Commission Number CC356956 My Commission Exp. APR. 1,1998

## CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

#### DESIGNATION

EYD, INC., desiring to organize under the laws of the State of Florida, hereby designates Barry N. Semet its registered agent and 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

#### **ACCEPTANCE**

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

Barry N. Semet (Registered Agent)

