## P97000042054

SETH D. LUBIN, P.A.

ATTORNEY AT LAW

MAILING ADDRESS

DADE (305) 866-7272 FACSIMILE (305) 868-8817 CORPORATE ADDRESS

6917 COLLINS AVENUE SUITE 1611 MIAMI BEACH, FLORIDA 33141

P.O. BOX 419002 MIAMI BEACH, FLORIDA 33141- 9-002

> Secretary of State P.O. Box 6327 Tallahassee, Florida 32314

Date: May 5, 1997

RE: GOLDEN GLADES ACQUISITION CORP.

700002172167--8 -05/08/97--01142--012 \*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced name. Also enclosed is a check in the sum of \$122.50 to cover your filing fee and cost of certified copy.

Kindly forward the certified copy to this office at your earliest convenience.

Thank you for your kind attention.

Very truly yours,

Seth D. Lubin

DIVISION OF CONTRACTION

97 MAY -8 PM 4: 13

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## ARTICLES OF INCORPORATION

OF

## GOLDEN GLADES ACQUISITION CORP.

The name of this corporation is Golden Glades Acquisition Corp., ARTICLE I. operating at P.O. Box 419002, Miami Beach, FL 33141. This corporation shall have perpetual existence, unless sooner dissolved ARTICLE II. according to law. This corporation is organized for the following purpose: To engage in the ARTICLE III. transaction of any and all lawful business whatsoever. ARTICLE IV. This corporation is authorized to issue One Thousand (1000) shares of common stock having a par value of \$1.00 per share. The street address of the initial registered office of this corporation is: ARTICLE V. 6917 Collins Avenue, Miami Beach, FL 33141, and the name of the initial registered agent of this corporation at that address is Seth D. Lubin, Esquire. This Corporation shall have 1 Director initially. The number of directors ARTICLE VI. may be increased or diminished from time to time by By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation are: Melvin Colvin, both at P.O. Box 419002, Miami Beach, FL 33141. The name and street address of the person signing these Articles of ARTICLE VII. Incorporation is: Seth D. Lubin, 6917 Collins Avenue, Miami Beach, FL 33141. ARTICLE VIII. The power to adopt, alter, amend or repeal By-laws shall be vested in the

Board of Directors.

ARTICLE IX. This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

This corporation shall indemnify any officer or director, or any former ARTICLE X. officer or director, to the full extent permitted by law.

These Articles of Incorporation may be amended in the manner provided ARTICLE XI.

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 on said issue, 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on May 5, 1997.

I AM HEREBY fam	iliar with and accept the duties and responsibilities as	Registered
Agent for said corporation.	De-ZC	
	Seth Lubin	ن: و
	Subscriber and Registered Agent	THAY
STATE OF FLORIDA	)	<b>- 6</b> 930
0	) ss.	PR EST
COUNTY OF DADE	)	F. 2
	ary Public, personally appeared Seth D. Lubin, to me ke foregoing Articles of Incorporation, and he acknowled	

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this May 5, 1997.

me that he executed those Articles of Incorporation on May 5, 1997.

Notary Public at Large

State of Florida

My commission expires:

4/4/00

KARYN LEONE
MY COMMISSION # CC 545710
EXPIRES: April 4, 2000
Bonded Thru Notary Public Underwriters