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May 8, 1997

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05/12/97-01003-011
***125.00 ***125.00

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

*effective
7-1-97*

97 MAY 12 AM 8:03
SECTION OF STATE
DIVISION OF CORPORATIONS

RE: Mary F. Wind, Inc.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation for the above-captioned proposed Florida corporation. Also enclosed is a check payable to your order in the amount of \$125.50 to cover the cost of the following:

Incorporation tax	\$ 35.00
Filing Fee	35.00
Certified copy of Articles	52.50
Registered Agent fee	3.00
Documentary Stamp tax	<u>2.50</u>
	<u>\$125.00</u>

Please file the Articles of Incorporation and forward a certified copy to us.

Sincerely,

Mary F. Wind
Mary F. Wind

Enclosure

SHARFF, WITTMER, KURTZ & JACKSON, P.A.

CERTIFIED PUBLIC ACCOUNTANTS
4627 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33146

*BT
5/15*

ARTICLES OF INCORPORATION

OF

MARY F. WIND, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Mary F. Wind, Inc., and its principal place of business and mailing address shall initially be at 16021 SW 86 Avenue, Miami, Florida 33157.

ARTICLE II - COMMENCEMENT OF EXISTENCE AND DURATION

This corporation shall commence existence on July 1, 1997, and shall exist perpetually thereafter.

ARTICLE III - PURPOSE

The transaction of any or all lawful business for which corporations may be incorporated under Section 607.164 of the Florida Statute.

ARTICLE IV - CAPITAL STOCK

This corporation shall be authorized to issue Five Hundred (500) shares of common stock with \$1.00 par value per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16021 SW 86 Avenue, Miami, Florida 33157, and the name of the Registered Agent of this corporation at that address is: Mary Wind.

*effective
07-1-97*

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall consist initially of two (2) directors. The number of directors may be increased or diminished from time to time, in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial directors are as follows:

Mary F. Wind
16021 SW 86 Avenue
Miami, Florida 33157

David R. Wind
16021 SW 86 Avenue
Miami, Florida 33157

ARTICLE VII - MANAGEMENT OF SHAREHOLDERS

The power, management and affairs of this corporation shall be managed and exercised by the Shareholders and not by the Directors. The vote of each Shareholder shall be equal to the number of shares of stock which he/she owns.

ARTICLE VIII - RESTRICTION ON SALE OR TRANSFER OF SHARES

No person, corporation, or other entity owning any of the shares of stock in this corporation shall be permitted to sell, transfer or otherwise dispose of all or any of his/her shares of stock in this corporation without first offering his/her shares to the existing shareholders in the corporation in the same ratio or proportion as the then existing shareholders in the corporation own their shares of stock in this corporation, at the same price per share and on the same terms and conditions as offered by the outside third party in writing. The manner of noticing other shareholders of the proposed sale or transfer of the shares of stock in this corporation, the time within which the other

shareholders must notify a withdrawing shareholder of their restrictions on the sale, transfer, pledging, hypothecation, or other alienation or encumbrance of shares of stock in this corporation shall be as provided in the By-Laws of this corporation or as provided in a separate written agreement between the shareholders in the corporation.

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is Mary F. Wind, 16021 SW 86 Avenue, Miami, Florida 33157.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on May 9, 1997.

MARY F. WIND, INC.

BY: Mary F. Wind
Mary F. Wind

STATE OF FLORIDA
COUNTY OF DATE

The above Articles of Incorporation were acknowledged before me on May 9, 1997, by Mary F. Wind, on behalf of Mary F. Wind, Inc., a Florida corporation.

SHARON K. HAMLIN
Print Name of Notary: SHARON K. HAMLIN
NOTARY PUBLIC, State of Florida
My Commission Expires:
Personally Known OR Produced Identification
Type of Identification personally known



SHARON K. HAMLIN
Commission #CC346493
Expires Feb 3, 1998
Atlantic Bonding
1-800-732-2245

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091 Florida Statutes, the following is submitted:

FIRST--that Mary F. Wind, Inc., desiring to organize and qualify under the Laws of the State of Florida, with its principal place of business initially in the County of Dade, Florida has named MARY F. WIND, at 16021 SW 86 Avenue, Miami, Florida 33157, as its Agent to accept service of process within Florida.

MARY F. WIND, INC.

BY: Mary F. Wind
Mary F. Wind

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Mary F. Wind
MARY F. WIND

Dated: 5/9/97

FILED STATE
CLERK OF CIRCUIT COURT
IN MIAMI
97 MAY 12 AM 8:03