

P 970000 62657



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 466286 9512A

AUTHORIZATION :

Patricia Py...
COST LIMIT : \$ 70.00

ORDER DATE : July 17, 1997

ORDER TIME : 12:54 PM

ORDER NO. : 466286-005

000002242140--8

CUSTOMER NO: 9512A

CUSTOMER: Steven Lederer, Esq
STEVEN J. LEDERER, ESQ

Suite 100
2450 Ne Miami Gardens Drive
North Miami Bea, FL 33180

DOMESTIC FILING

NAME: C II A PORTFOLIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

97 JUL 18 AM 8:34
TALLAHASSEE, FLORIDA

97 JUL 18 AM 3:26
RECEIVED

BN JUL 21 1997

ARTICLES OF INCORPORATION
OF
C 2 A PORTFOLIO, INC.

FILED
97 JUL 18 AM 8:34
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

C 2 A PORTFOLIO, INC.

The address of the principal office of this corporation shall be 229 Sunny Isles Boulevard, Miami Beach, Florida 33160, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2450 Northeast Miami Gardens Drive, Suite 100, North Miami Beach, Florida 33180, and the name of the initial registered agent of the corporation at that address is Steven L.J. Lederer, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Todd A. Snyder Dir.	229 Sunny Isles Boulevard Miami Beach, Florida 33160
Gene Snyder Dir.	Same
Debra Snyder Dir.	Same
Ethel Snyder Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Todd A. Snyder Pres.	229 Sunny Isles Boulevard Miami Beach, Florida 33160
Gene Snyder V.Pres.	Same
Debra Snyder Sec./Treas.	Same
Ethel Snyder V.Pres.	Same

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on July 18, 1997.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

DWL

ACCEPTANCE OF REGISTERED AGENT

I, **STEVEN L. J. LEDERER, Esquire**, the undersigned, having
been designated as the Registered Agent in the above and foregoing

Articles of Incorporation of:

C 2 A PORTFOLIO, INC.

do hereby accept such designation and agree to comply with the laws
of the State of Florida relative thereto.

By: 

STEVEN L. J. LEDERER, Esquire
Registered Agent
Suite 100
2450 N. E. Miami Gardens Drive
North Miami Beach, FL, 33180
Phone: (305) 935-6300

FILED
97 JUL 18 AM 8:34
TALLAHASSEE, FLORIDA