

P97000067114

ERIN & MATTHEW WILSON

7452 S.W. 162nd Path
Miami, FL 33193

April 29th, 1997

DIVISION OF CORPORATIONS

New filing Section
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG - 1 PM 1:18

RE: Articles of Incorporation, DIFFERENT STROKES - MIAMI, INC.

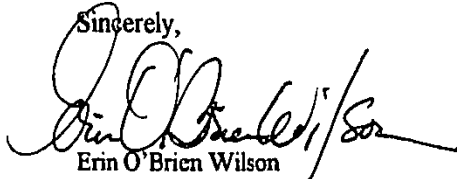
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****131.25 ****131.25

Dear Sirs/Madam:

Attached are the Articles of Incorporation for DIFFERENT STROKES - MIAMI, INC., as well as a check in the amount of \$131.25 to cover the 1) filing fee, 2) registered agent designation, 3) certified copy of records and, 4) certificate of status.

Name reservation letter is not attached since no reservation was made, but availability was determined.

Sincerely,


Erin O'Brien Wilson


Matthew Craig Wilson

RP
8-4-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
DIFFERENT STROKES - MIAMI, INC.

ARTICLE I

NAME

The name of this corporation is: DIFFERENT STROKES - MIAMI, INC.

ARTICLE II

DURATION

This Corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is 100 shares, no par value.

All stock when issued shall be fully paid and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property, labor or services, or a consideration having in the judgment of the Board of Directors of the corporation a value at least equal to the full value of the stock to be issued.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 7452 S. W. 162nd Path, Miami, FL 33193, and the name of the initial registered agent of this corporation at that address is:

Erin O'Brien Wilson
7452 S. W. 162nd Path
Miami, FL 33193

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall not be less than one.

The names and addresses of the initial directors of this corporation are as follows:

ERIN O'BRIEN WILSON
7452 S. W. 162nd Path
Miami, FL 33193

MATTHEW CRAIG WILSON
7452 S. W. 162nd Path
Miami, FL 33193

ARTICLE VII

INCORPORATORS

The names and addresses of the persons signing these Articles are:

ERIN O'BRIEN WILSON
7452 S. W. 162nd Path
Miami, FL 33193

MATTHEW CRAIG WILSON
7452 S. W. 162nd Path
Miami, FL 33193

ARTICLE VIII

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of, and the mailing address of this corporation shall be: 7452 S. W. 162nd Path, Miami, FL 33193.

ARTICLE IX

BY-LAWS

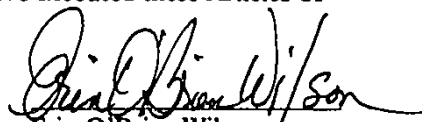
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

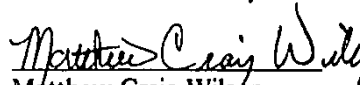
ARTICLE X

AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided for by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 29th day of April, 1997.

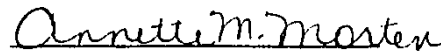

Erin O'Brien Wilson


Matthew Craig Wilson

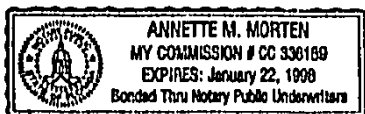
STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: **Erin O'Brien Wilson**, and **Matthew Craig Wilson** who produced Florida Drivers Licenses as identification, and acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this 28th day of July, 1997


Notary Public, State of Florida

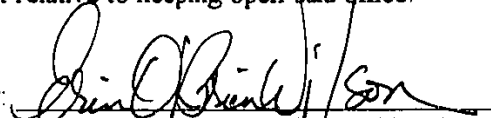
My commission expires:



**CERTIFICATE DESIGNATING INITIAL OFFICE OF CORPORATION FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING INITIAL
RESIDENT AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act: DIFFERENT STROKES - MIAMI, INC., desiring to organize under the laws of the State of Florida, has designated the street address of the initial office of this corporation as being 7452 S. W. 162nd Path, Miami, FL 33193, and the name of the initial Resident Agent of this corporation at that address is ERIN O'BRIEN WILSON. Having been named as initial resident agent for the above stated corporation, at the initial office of the corporation designated above, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By:


ERIN O'BRIEN WILSON Initial Resident Agent

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FILED
CLERK OF STATE
TALLAHASSEE, FLORIDA