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LAW OFFICES OF  
NEIL S. SCHECHT, P.A.

Neil S. Schecht\*

\*ALSO ADMITTED IN ILLINOIS

Bayshore Center  
Penthouse  
2909 W. Bay to Bay Boulevard  
Tampa, Florida 33629-8100  
(813) 805-9100  
FAX (813) 831-7747

August 5, 1997

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

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-08/08/97--01129--0118  
\*\*\*122.50 \*\*\*122.50

Re: Nine Twenty Three, Inc.

Dear Sir/Madam:

Enclosed herein please find the original and one copy of the Articles of Incorporation of Nine Twenty Three, Inc., along with our check in the amount of \$122.50 representing the filing fee.

I appreciate your help in getting this filed as soon possible. Thank you in advance for your assistance in this matter.

Please return the certified copy of the Articles of Incorporation to this undersigned and should you have any questions, please do not hesitate to call.

Very truly yours,

  
Lisa Wheller  
Legal Assistant

/law  
Enclosures

FILED  
97 AUG - 8 PM 2:46  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T.M. - 8/11/97

ARTICLES OF INCORPORATION  
OF  
NINE TWENTY THREE, INC.

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Nine Twenty Three, Inc.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1,000). Such shares shall be of a single class, and shall have a par value of One (\$1.00) Dollar.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2909 W. Bay to Bay Blvd., Penthouse, Tampa, Florida 33629 and the name of the initial registered agent at such address is Neil S. Schecht.

ARTICLE VI - PRINCIPAL OFFICE

The principal office of the corporation is 1717 W. Hillsborough Ave., Tampa, FL 33603

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

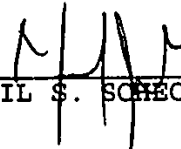
<u>Name</u>	<u>Address</u>
KEITH DREIER	14612 Village Glen Circle, Tampa, FL 33624
PAM FRIEDMAN	200 E. 69th Street, New York, New York 10021

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Neil S. Schecht, P.A.	2909 W. Bay to Bay Blvd. Bayshore Center, Penthouse Tampa, Florida 33629

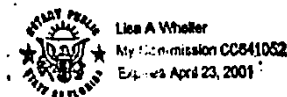
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>th</sup> day of August, 1997.

  
\_\_\_\_\_  
NEIL S. SCHECHT, INCORPORATOR

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared NEIL S. SCHECHT, known to me to be the person who executed the foregoing Articles of Incorporation, who is personally known to me and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 5th day of August, 1997.



  
NOTARY PUBLIC, STATE OF FLORIDA  
LISA A. WHELLER

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for NINE TWENTY THREE INC., at the place designated in the Articles of Incorporation, NEIL S. SCHECHT agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, relative to keeping open said office.

DATED this 5th day of August, 1997.

  
NEIL S. SCHECHT

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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