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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
CONTACT: DEBRA H CHRYSTIE
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ACCT#: 076067004147

FAX #: (954)763-2439

NAME: 361-10A COLLINS, INC.

AUDIT NUMBER.....H97000014890

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

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FAX AUDIT NO. H97000014890

ARTICLES OF INCORPORATION
OF
361-10A COLLINS, INC.
A FLORIDA CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of 361-10A COLLINS, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is 361-10A COLLINS, INC. and the street address of the initial principal office of the Corporation is Three East 54 Street, New York, New York 10022.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value Common Stock.

PREPARED BY: Daniel P.J. O'Connor, Esquire
English, McCaughen & O'Bryan, P.A.
100 Northeast Third Avenue, Suite 1100
Fort Lauderdale, Florida 33301
(954) 462-3300
Florida Bar No. 115710

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1540 East Commerical Boulevard, Fort Lauderdale, Florida 33334, and the name of the initial Registered Agent of the Corporation at that address is Robert M. Couf.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first Annual Meeting of Shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is:

Name

Address

Roberto Ruggeri

Three East 54 Street
New York, New York 10022

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Name

Address

Daniel P.J. O'Connor, Esquire

100 Northeast Third Avenue
Suite 1100
Fort Lauderdale, Florida 33301

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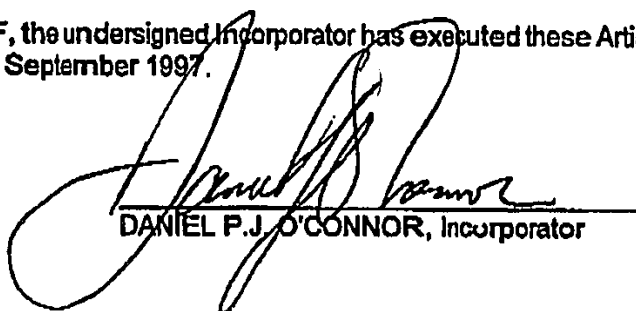
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FAX AUDIT NO. H97000014890

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of September 1997.



DANIEL P.J. O'CONNOR, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for 361-10A COLLINS, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: September 9, 1997

By: 

ROBERT M. COUF, Initial
Registered Agent

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