



997000081830

ACCOUNT NO. : 072100000032

REFERENCE : 537687 4303929

AUTHORIZATION :

Patricia P. P. P.

COST LIMIT : \$ 122.50

ORDER DATE : September 22, 1997

ORDER TIME : 9:54 AM

ORDER NO. : 537687-005

CUSTOMER NO: 4303929

CUSTOMER: Myrna Golinsky, Legal Asst  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

700002299317--7

DOMESTIC FILING

NAME: MIAMI MART MANAGEMENT COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED  
97 SEP 22 AM 11:53  
STATE  
TALLAHASSEE FLORIDA

RECEIVED  
97 SEP 22 AM 10:47  
DIVISION OF CORPORATIONS

SN SEP 22 1997

**ARTICLES OF INCORPORATION**  
**OF**  
**MIAMI MART MANAGEMENT COMPANY**

**FILED**  
97 SEP 22 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is MIAMI MART MANAGEMENT COMPANY (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 777 N.W. 72<sup>nd</sup> Avenue, Miami, Florida 33126.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares</u></b> <b><u>Authorized</u></b>	<b><u>Par Value</u></b> <b><u>Per Share</u></b>	<b><u>Class of</u></b> <b><u>Stock</u></b>
1,000	\$ .01	common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws.

**ARTICLE VII**

The name of the Incorporator is Steven A. Landy and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 29 day of September, 1997.

  
\_\_\_\_\_  
Steven A. Landy  
Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of MIAMI MART MANAGEMENT COMPANY, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: Deliaah D. Skipper  
cts agent, Registered Agent

DATED: September 23, 1997.

FILED  
97 SEP 22 11:53  
SEC.  
FALL