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**EFFECTIVE DATE**

9.22.97

September 22, 1997

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: Wein Keller, Inc.

800002301378--4  
-09/23/97--01086--007  
\*\*\*122.50 \*\*\*122.50

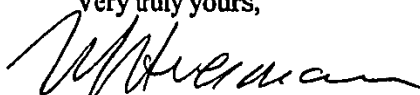
Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Wein Keller, Inc. .

Also, enclosed is a check in the amount of \$122.50, which covers the fee for filing and a certified copy. Please return the certified copy of the Articles as soon as possible via regular mail.

Your early attention to this matter will be appreciated.

Very truly yours,



Nicole J. Huesmann

Enclosures

FILED  
97 SEP 23 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 9/24/97

**EFFECTIVE DATE**

9-22-97

ARTICLES OF INCORPORATION

OF

WEIN KELLER, INC.

**FILED**

97 SEP 23 PM 2: 27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE I**

**NAME AND ADDRESS**

The name of the Corporation shall be:

WEIN KELLER, INC.

The Corporation's address is:

199 East Oakland Park Boulevard  
Fort Lauderdale, Florida 33334

**ARTICLE II**

**DURATION**

The corporation shall commence its existence on September 22, 1997, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III**

**PURPOSE**

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of the Corporation is Nicole J. Huesmann, 9200 South Dadeland Boulevard, Suite 700, Miami, Florida 33156.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) Directors initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

1. ROLF KRIEGHOFF, 290 Northeast 174 Street, Unit 816, North Miami, Florida 33160
2. RAINER J. GAKSCH, 18100 Atlantic Boulevard, Unit 307, North Miami Beach, Florida 33160.

## ARTICLE VII

### INCORPORATORS

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

1. ROLF KRIEGHOFF, 290 Northeast 174 Street, Unit 816, North Miami, Florida 33160
2. RAINER J. GAKSCH, 18100 Atlantic Boulevard, Unit 307, North Miami Beach, Florida 33160.

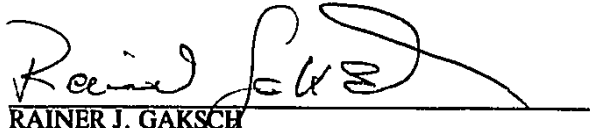
## ARTICLE VIII

### INDEMNIFICATION

The corporation shall indemnify any Incorporator, Officer or Director, or any former Officer or Director, to the full extent permitted by law.

22<sup>nd</sup> IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of September, 1997.

  
ROLF KRIEGHOFF

  
RAINER J. GAKSCH

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of her duties.

DATED this 22<sup>nd</sup> day of September, 1997.

  
NICOLE J. HUESMANN

STATE OF FLORIDA :

: SS.

COUNTY OF DADE :

**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared Rolf Krieghoff and Rainer J. Gaksch, known to me and known to be the persons who, as Incorporators, executed the foregoing Articles of Incorporation of WEIN KELLER, INC., and they acknowledged before me that they executed same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 22<sup>nd</sup> day of September, 1997.

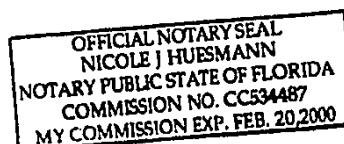
  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

STATE OF FLORIDA :

: SS.

COUNTY OF DADE :



**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared Nicole J. Huesmann, known to me and known to be the person who, as Registered Agent, executed the foregoing Articles of Incorporation of WEIN KELLER, INC., and she acknowledged before me that she executed same.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 22 day of September, 1997.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



ELIOT W. RIFKIN  
My Commission CC385888  
Expires Apr. 20, 1998  
Bonded by HAI  
800-422-1555

FILED  
97 SEP 23 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA