



THE UNITED STATES
CORPORATION
COMPANY

P97000095820

ACCOUNT NO. : 072100000032

REFERENCE : 593511 4303929

AUTHORIZATION :

Patricia Fyfe

COST LIMIT : \$ 122.50

ORDER DATE : November 7, 1997

ORDER TIME : 11:49 AM

ORDER NO. : 593511-005

CUSTOMER NO: 4303929

300002342003--4

CUSTOMER: Patrick P. Johnson, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: SCHIFF FAMILY HOLDINGS II,
INC.

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: Jon A Bowling

EXAMINER'S INITIALS:

FILED
97 NOV -7 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
11-10-97

RECEIVED
97 NOV -7 PM 3:08
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
SCHIFF FAMILY HOLDINGS II, INC.

FILED
97 NOV -7 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SCHIFF FAMILY HOLDINGS II, INC.

The address of the principal office of this corporation shall be 9955 North Kendall Drive, Miami, Florida 33176, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successor is elected or appointed is:

Barbara Schiff 9955 North Kendall Drive
Pres./Treas./Sec. Miami, Florida 33176

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on November 7, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

GLS/jbg