# 000095820



ACCOUNT NO.: 072100000032

REFERENCE : 593511

AUTHORIZATION :

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:

\_\_\_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

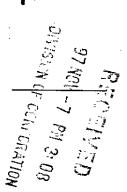
XX CERTIFIED COPY

\_ PLAIN STAMPED COPY

\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:



FILED 97 NOV -7 AH 9: 04 SEGRETARY OF STATE TALLAHASSEE, FLORIDA

### ARTICLES OF INCORPORATION

OF

#### SCHIFF FAMILY HOLDINGS II, INC.

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

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

Its Agent, Karen B Rozai

GLS/jbg