



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 638950 100534A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizulo*

ORDER DATE : December 17, 1997

ORDER TIME : 10:36 AM

ORDER NO. : 638950-015

CUSTOMER NO: 100534A

CUSTOMER: Carol Nazarkewich, Legal Asst  
ADLER GROUP, INC.

100002374901--2

1400 Northwest 107th Avenue  
4th Floor  
Miami, FL 33172

DOMESTIC FILING

NAME: FLEXSPACE FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

2544-  
W97-28162

FILED  
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DIVISION OF CORPORATIONS  
97 DEC 17 PM 2:25

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 17, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: FLEXSPACE FLORIDA, INC.  
Ref. Number: W97000028162

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**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for FLEXSPACE FLORIDA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 497A00059349

*Claretha - As per our conversation.  
I am returning this to you.  
Same people have conflicting entity.*

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**ARTICLES OF INCORPORATION**

**OF**

**FlexSpace Florida, Inc.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation is FlexSpace Florida, Inc. (hereinafter called the "Corporation").

**ARTICLE II**

The street address of the principal office and the mailing address of the Corporation is 1400 N.W. 107th Avenue, Miami, Florida 33172.

**ARTICLE III**

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

Number of Shares	Par Value	Class of
<u>Authorized</u>	<u>Per Share</u>	<u>Stock</u>
1,000	\$1.00	Common

**ARTICLE IV**

The street address of the Corporation's initial registered office is 1400 N.W. 107th Avenue, Miami, Florida 33172, and the name of the initial registered agent at such office is Joel Levy.

**ARTICLE V**

The name and of the Incorporator is Joel Levy and the address of the Incorporator is 1400 N.W. 107th Avenue, Miami, Florida 33172.

## ARTICLE VI

The initial board of directors shall consist of 3 members. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Michael M. Adler	1400 N.W. 107th Avenue, Miami, Florida 33172
Joel Levy	1400 N.W. 107th Avenue, Miami, Florida 33172
Luis Arrizurieta	1400 N.W. 107th Avenue, Miami, Florida 33172

## ARTICLE VII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by 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 16th day of December, 1997.

Joel Levy  
JOEL LEVY

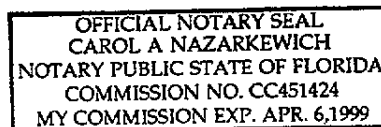
STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared JOEL LEVY, to me described who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 16th day of December, 1997.

Carol A. Rolip  
Notary Public

**My Commission Expires:**



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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of, and to accept service of process for FlexSpace Florida, Inc. hereby accepts such designation and is familiar with, and accepts the obligations of such position, as provided in Florida Statutes Section 607.0505.

  
\_\_\_\_\_  
Joel Levy, Registered Agent

Dated: December 16, 1997