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JAMES R. LONGACRE  
OF COUNSEL

February 13, 1998

Secretary of State  
Corporate Records Bureau  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, Florida 32399

900002434009--4  
-02/18/98--01047--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: NEXT CLASSIC, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the executed Articles of Incorporation and the Certificate of Registered Agent for the above-referenced corporation. Also enclosed is check no.37432 in the amount of \$122.50 which covers the cost of filing the incorporation documents enclosed and obtaining a certified copy.

Sincerely,

*Ronny J. Halperin*  
Ronny J. Halperin, Esq.

RJH/lg  
Enclosures  
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DIVISION OF CORPORATIONS  
98 FEB 18 PM 4:16

**ARTICLES OF INCORPORATION**

**OF**

**NEXT CLASSIC, INC.**

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation is Next Classic, Inc.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the corporation's principal office is 6600 N.W. 12<sup>th</sup> Avenue, Suite 201, Fort Lauderdale, Florida 33390 and the corporation's mailing address is c/o Kluger, Peretz, Kaplan & Berlin, P.A., 201 So. Biscayne Blvd, 17<sup>th</sup> Floor, Miami Center, Miami, Florida 33131.

**ARTICLE III**

**DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

**ARTICLE IV**

**NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business.

## **ARTICLE V**

### **CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

## **ARTICLE VI**

### **INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of this corporation is Michael B. Chesal. The street address of the corporation's initial registered office is c/o Kluger, Peretz, Kaplan & Berlin, P.A., 201 So. Biscayne Blvd, 17<sup>th</sup> Floor, Miami Center, Miami, Florida 33131.

## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Ronny J. Halperin, Esquire, c/o Kluger, Peretz, Kaplan & Berlin, P.A., 201 So. Biscayne Blvd, 17<sup>th</sup> Floor, Miami Center, Miami, Florida 33131.

## **ARTICLE IX**

### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X**

**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of February 1998.

  
\_\_\_\_\_  
Ronny J. Halperin

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**NEXT CLASSIC, INC.**

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DIVISION OF CORPORATIONS  
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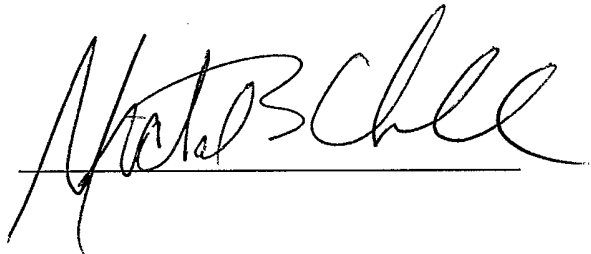
Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That Next Classic, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Michael B. Chesal, located at Kluger, Peretz, Kaplan & Berlin, P.A., 201 So. Biscayne Blvd, 17<sup>th</sup> Floor, Miami Center, Miami, Florida 33131, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 13<sup>th</sup> day of Feb, 1998.



A handwritten signature in black ink, appearing to read "Michael B. Chesal", is written over a horizontal line.