

P98000023530



ACCOUNT NO. : 072100000032  
REFERENCE : 737804 8960A  
AUTHORIZATION : *Patricia Pizits*  
COST LIMIT : \$ 122.50

ORDER DATE : March 11, 1998  
ORDER TIME : 9:06 AM  
ORDER NO. : 737804-005  
CUSTOMER NO: 8960A  
CUSTOMER: Debbie Miller, Legal Assistant  
EDWARD E. LEVINSON, P.A.  
Financial Federal Bldg., ph-e  
407 Lincoln Road  
Miami Beach, FL 33139

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 12 PM 12:50

DOMESTIC FILING

NAME: MIAMI AVENUE PROPERTIES, INC.

EFFECTIVE DATE: 100002455391--8

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: Brenda Phillips  
EXAMINER'S INITIALS:

*ga*  
3/12/98

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
MIAMI AVENUE PROPERTIES, 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:

MIAMI AVENUE PROPERTIES, INC.

The address of the principal office of this corporation shall be 1349 Dade Boulevard, Miami Beach, Florida 33139, 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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 407 Lincoln Road, PH-SE, Maimi Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Edward E. Levinson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mark Festa Dir.	1349 Dade Boulevard Miami Beach, Florida 33139
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Edwin F. Gonzalez Dir.	Same
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Raul Garcia Dir.	Same
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ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mark Festa Pres.	1349 Dade Boulevard Miami Beach, Florida 33139
Edwin F. Gonzalez Sec./Treas.	Same
Raul Garcia V. Pres.	Same

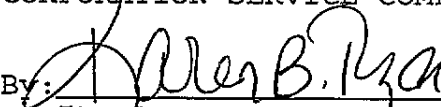
ARTICLE VIII. INCORPORATOR

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 March 12, 1998.

CORPORATION SERVICE COMPANY

BY:   
Its Agent, Karen B. Rozar

GLS/bsp

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

*Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.*

1. The name of the corporation is: MIAMI AVENUE PROPERTIES, INC.

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2. The name and address of the registered agent and office is:

EDWARD E. LEVINSON

(Name)

407 LINCOLN ROAD, PH-SE

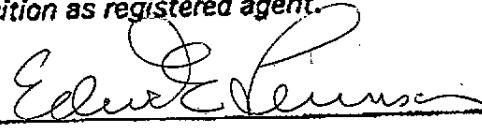
(P.O. Box NOT acceptable)

MIAMI BEACH, FLORIDA 33139

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

SIGNATURE



DATE March 12, 1998

**REGISTERED AGENT FILING FEE: \$35.00**

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314