

Charter Number Only

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98 APR -6 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Requestor's Name  
Ferdie & Gauz  
Address  
717 Ponce de Leon Blvd. #215  
Coral Gables, FL 33134  
City State ZIP Phone

445-3557

200002479442--0  
-04/06/98-01027-020  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Pinebrook Commons, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Walk In	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified  
Copy

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98 APR -6 AM 10:07  
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION  
OF  
PINEBROOK COMMONS, INC.

FILED  
98 APR -6 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED subscriber of the Articles of Incorporation, each being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be

PINEBROOK COMMONS, INC.

ARTICLE TWO

**DURATION:** The corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the corporate law of this state may now or hereafter lawfully do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one

or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporations of this state or under any act amendatory thereof, supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the State of Florida. The corporation may buy, sell, lease, license, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission, merchant, broker, jobber, dealer, import, export, service business, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenient to the attainment of any purposes of this Corporation to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

#### ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 7500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

**ARTICLE FIVE**

The initial street address of the corporation's office and the name and address of the initial Registered Agent is as follows:

**CORPORATION ADDRESS:**

169 E. Flagler Street  
Suite 920  
Miami, Florida 33131

**REGISTERED AGENT AND ADDRESS:**

AINSLEE R. FERDIE  
717 Ponce de Leon Blvd.,  
Suite #215  
Coral Gables, FL 33134

The principal place of business is at 169 E. Flagler Street, Suite 920, Miami, Fl. 33131.

**ARTICLE SIX**

Director: There shall be one director constituting the initial Board of Directors as follows:

SHAUL RIKMAN  
169 E. Flagler Street, Suite 920  
Miami, Fl. 33131

The number of Directors may be increased or decreased by the by-laws, but shall not be less than one.

**ARTICLE SEVEN**

SUBSCRIBER: Name and Post Office address of the Subscriber to this Articles of Incorporation and the number of shares of stock they agree to take and the value of the consideration thereof is:

**NAME AND ADDRESS:**

**SHARES OF COMMON STOCK/CONSIDERATION**

SHAUL RIKMAN  
169 E. Flagler Street, #920  
Miami, Fl. 33131

7500

\$7,500.00

ARTICLE EIGHT

It is indicated that the stock of this corporation be issued to take advantage of Section 1244 of the Internal Revenue Code of 1959, and be in accordance with the provisions therein.

ARTICLE NINE

The by-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, I have set my hand and seal in Dade County, Miami, Florida, this 2nd day of April, 1998.

  
SHAULL RIKMAN

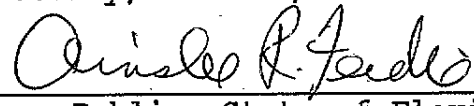
STATE OF FLORIDA )

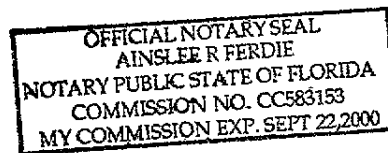
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COUNTY OF MIAMI- DADE )

ON THIS DAY PERSONALLY appeared before me, a Notary Public, SHAULL RIKMAN, to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged to me that he signed the same freely and voluntarily, and he did take an oath.

WITNESS my hand and seal in Dade County, Florida, this 2nd day of April, 1998.

  
Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

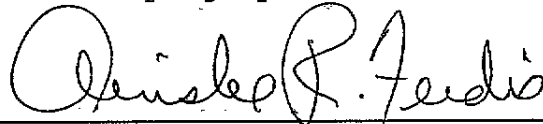
Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First-That: PINEBROOK COMMONS, INC., desiring to organize  
under the Laws of the State of Florida with its principal offices,  
as indicated in the Articles of Incorporation, AINSLEE R. FERDIE,  
717 Ponce de Leon Boulevard, Suite 215, Coral Gables, Florida  
33134, as its Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process of and for the  
above stated Corporation, at place designated in this certificate,  
I hereby accept to act in this capacity and agree to comply with  
the provision of said Act relative to keeping open said office.

By: \_\_\_\_\_



RESIDENT AGENT AND REGISTERED AGENT

FILED  
98 APR -6 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA