

P98000037416



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 794257 160905A

AUTHORIZATION :

Patricia Pizutti

COST LIMIT : \$ 122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:14

ORDER DATE : April 24, 1998

ORDER TIME : 10:34 AM

ORDER NO. : 794257-005

CUSTOMER NO: 160905A

CUSTOMER: Sonia Cohen, Legal Asst
SHAPO FREEDMAN & BLOOM, P.A.

Suite 4750
200 South Biscayne Boulevard
Miami, FL 33131

600002499566--8

DOMESTIC FILING

NAME: RESIDENTS OF FISHER ISLAND
INC.

EFFECTIVE DATE:

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: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED
98 APR 24 AM 11:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

4-24
503

**ARTICLES OF INCORPORATION
OF
RESIDENTS OF FISHER ISLAND INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:14

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is:

RESIDENTS OF FISHER ISLAND INC.

The principal place of business of this corporation shall be 7272 Fisher Island Drive, Fisher Island, Florida 33109.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by

the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE V

The street address of the initial registered agent is 7272 Fisher Island Drive, Fisher Island, Florida 33109, and the name of the initial registered agent of the corporation at that address is **Isidore Pines**.

ARTICLE VI

The corporation shall have at least one director initially. The number of directors may be increased or diminished from time to time pursuant to the by-laws of the corporation, but shall not be less than one nor more than nine.

ARTICLE VII

The name and street address of the member(s) of the first Board of Directors of the Corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Isidore Pines	7272 Fisher Island Drive Fisher Island, Florida 33109
Arnold Broser	Vice President 5371 Fisher Island Drive Fisher Island, Florida 33109
Michael Ashkin	7282 Fisher Island Drive Fisher Island, Florida 33109

ARTICLE VIII

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

Isidore Pines 7272 Fisher Island Drive Fisher Island, Florida 33109.	President
Arnold Broser 5371 Fisher Island Drive Fisher Island, Florida 33109.	Vice President
Michael Ashkin 7282 Fisher Island Drive Fisher Island, Florida 33109.	Secretary/Treasurer

ARTICLE IX

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference, telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

ARTICLE X

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

ARTICLE XI

The name and street address of the incorporator signing these articles is:

Name

Address

Isidore Pines

7272 Fisher Island Drive
Fisher Island, FL 33109

ARTICLE XII

The initial Bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIII

The corporation shall indemnify all officers and directors or any former officers or directors, to the fullest extent permitted by law.

EXECUTED at Miami, Florida, this 22 day of April, 1998.

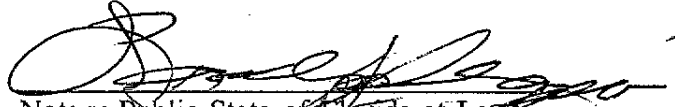
By: Isidore Pines, Pres.
Isidore Pines, President

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **ISIDORE PINES**, to me known to be the person who subscribed to the foregoing Articles of Incorporation and acknowledged that he freely and voluntarily executed the said Articles of Incorporation under the authority duly vested by said corporation for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 23 day of April, 1998.


Notary Public State of Florida at Large



RONALD A. SHAPIRO
MY COMMISSION # CC384981 EXPIRES
August 23, 1998
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE OF DESIGNATING
RESIDENT AGENT AND RESIDENT OFFICE**

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

RESIDENTS OF FISHER ISLAND, INC.

desiring to organize under the laws of the State of Florida, hereby designates Isidore Pines as its registered agent and 7272 Fisher Island Drive, Fisher Island, Florida 33109, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above named corporation, I hereby agree to act in such capacity for such corporation as its registered office.

By: _____

Isidore Pines

STATE OF FLORIDA)
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:14

BEFORE ME, the undersigned authority, personally appeared Isidore Pines, to me known to be the Registered Agent of and acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 23 day of April, 1998.

Notary Public, State of Florida at Large



RONALD A. SHAPO
MY COMMISSION # CC385981 EXPIRES
August 23, 1998
BONDED THRU TROY S. [unclear]