



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 799729 4337904

AUTHORIZATION :

Patricia P.

COST LIMIT : \$ 122.50

ORDER DATE : April 29, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 799729-010

CUSTOMER NO: 4337904

300002505013--6

CUSTOMER: Ellen Rose, Esq
THERREL BAISDEN, P.A.

Suite 2400
One Se 3rd Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: ~~MIRAMAR SUNSET, 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: Christopher Smith

EXAMINER'S INITIALS:

2541
W98-9618

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 12:17

RECEIVED
98 APR 29 AM 11:30
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 12:17

April 29, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MIRAMAR SUNSET, INC.
Ref. Number: W98000009618

RESUBMIT

Please give original
submission date as file date.

We have received your document for MIRAMAR SUNSET, INC. and the authorization to debit your account in the amount of \$122.50. 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: 998A00023319

MIRAMAR SUNSET SHOPS, LTD.

RECEIVED
98 MAY -1 AM 11:22
DIVISION OF CORPORATION

FILE 1st

EFFECTIVE DATE

4/30/98

ARTICLES OF INCORPORATION
OF
MIRAMAR SUNSET SHOPS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 12:17

ARTICLE I

Name

The name of the corporation is MIRAMAR SUNSET SHOPS, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 30 day of April, 1998.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: c/o Southeast Centers, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143, and the name of the initial registered agent of this corporation at that address is: GERALD M. HIGIER.

ARTICLE VI

Initial Board of Directors

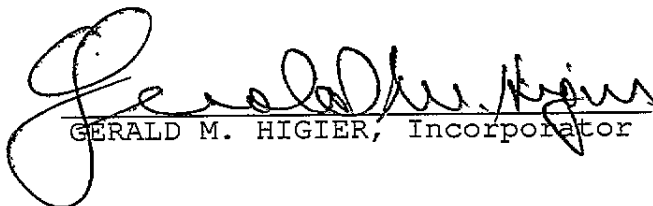
This corporation shall initially have one (1) directors. The number of directors may be increased or decreased from time to time

by the By-laws, but shall never be less than ONE (1). The name and address of the initial director of this corporation is: Gerald M. Higier, c/o Southeast Centers, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: GERALD M. HIGIER, c/o Southeast Centers, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 27 day of April, 1998.



GERALD M. HIGIER, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

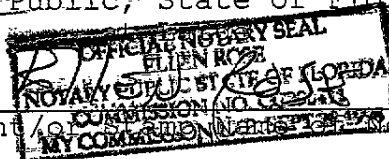
The foregoing instrument was acknowledged before me this 27 day of April, 1998, by GERALD M. HIGIER, who is personally known to me or who has produced _____ as identification.



Notary Public, State of Florida

Type/Print/_____

Notary



My Commission Expires:

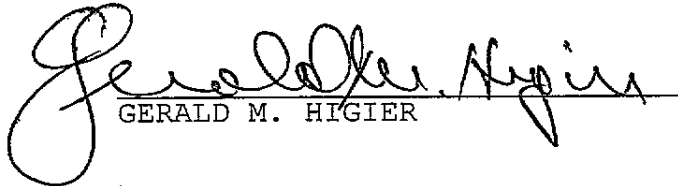
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

MIRAMAR SUNSET SHOPS, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **MIRAMAR SUNSET SHOPS, INC.** desiring to organize under the laws of the State of Florida with its principal office at: c/o Southeast Centers, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143, has named GERALD M. HIGIER, located at c/o Southeast Centers, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the 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.


GERALD M. HIGIER

W:\ER\HIGIER\MIR-SUN\ARTICLES.INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 12:17