

LOTT & FRIEDLAND

PROFESSIONAL ASSOCIATION

July 8, 1998

P 98000083533
Via Federal Express

Secretary of State
Division of Corporations
New Filing Section
409 E. Gaines Street
Tallahassee, Florida 32399

700002585307--1
-07/10/98--01063--006
****122.50 ****122.50

Re: Filing/New Corporation, BRIDGE, INC.
Our File No. 04015-1-4000

Dear Sirs:

EFFECTIVE DATE
9-27-98

We enclose the following:

- i) Articles of Incorporation for Bridge, Inc.
- ii) Our check in the amount \$122.50 in payment of the filing fee.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 12:55

Pursuant to Fla. Stat. Sec. 607.0123(2), please file the enclosed Articles with a delayed effective time and date of 12:00 a.m., September 27, 1998.

Should you have any questions regarding this matter, please contact the undersigned.

Very truly yours,

LOTT & FRIEDLAND

By: Leslie J. Lott

LJL:aw
Enclosures

W 3814

R. CHESSE SEP 28 1998

LESLIE J. LOTT
DAVID K. FRIEDLAND
MARK E. STEIN
LOURDES L. DOMINGUEZ
STEPHANIE C. BAMBERGER
JEFFREY H. KAMENETSKY

ATTORNEYS AT LAW/INTELLECTUAL PROPERTY
255 ALHAMBRA CIRCLE
SUITE 555
CORAL GABLES, FLORIDA 33134
305/448-7089 TELEPHONE
305/446-6191 FACSIMILE

LOTT & FRIEDLAND

PROFESSIONAL ASSOCIATION

August 12, 1998

Ms. Freida Chesser
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
9-27-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 12:55

Re: Articles of Incorporation for Bridge, Inc.
Your Reference: Letter Number 398A00037218
Our File No. 04015-1-4000

Dear Ms. Chesser:

We write in response to your July 13, 1998 Letter Number 398A00037218, a copy of which is enclosed.

Prior to receiving the referenced letter we called the Division of Corporations to check the status of our submission. On that date, July 20, 1998, we spoke with Ms. Doris McDuffey in the new filing section. We were advised that the Articles of Incorporation ("Articles") for Bridge, Inc. could be re-submitted for filing, to be received in the Secretary of State's office no earlier than September 27, 1998. Contingent upon the availability of the name, the Secretary of State would file the Articles on the next business day, September 28, 1998, with an effective date (as requested in the Articles) of September 27, 1998.

We were further advised that our original submission date of July 10, 1998 would be honored, for the purpose of being first in line for use of the name, should it become available.

LESLIE J. LOTT
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Page 2

LOTT & FRIEDLAND

PROFESSIONAL ASSOCIATION

Please confirm the following:

- i) That, upon filing the Articles for Bridge, Inc. by September 27, 1998, should the name become available, our original submission date of July 10, 1998 will be honored; and
- ii) As stated in the referenced letter, our original submission will be considered abandoned because it will not be possible to re-file before the 60 days allotted to refile the Articles; and,
- iii) We can expect a refund in the amount of \$122.50, the filing fee submitted with the Articles.

Thank you for your attention to this matter.

Very truly yours,

LOTT & FRIEDLAND

By: Leslie J. Lott

LJL:aw
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 12:56

COBB & EBIN P.A.
ATTORNEYS AND COUNSELLORS
MELLON UNITED NATIONAL BANK BUILDING
1399 S.W. FIRST AVENUE • SUITE 301
MIAMI, FLORIDA 33130-4388
TELEPHONE (305) 377-0223 • FAX (305) 377-0224

Writer's Direct Dial: 376-2440
E-mail: tcobb@cobb-ebin.com

August 28, 1998

Division of Corporations
Secretary of State
State of Florida
Tallahassee, Florida 32399


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 12:56

Re: Bridge, Inc.

Ladies and Gentlemen:

Cobb & Ebin P.A. hereby releases the name Bridge, Inc. to Lott & Friedland, P.A. for the purpose of filing Articles of Incorporation for Bridge, Inc., on behalf of Dacra Development Corp.

Very truly yours,


Thomas C. Cobb

TCC/bb

cc: Steven Gretenstein

RECEIVED
AUG 31 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 PM 12:56

ARTICLES OF INCORPORATION
OF
BRIDGE, INC.

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

EFFECTIVE DATE
9-27-98

ARTICLE I

NAME

The name of this corporation shall be BRIDGE, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

Preparer:

Thomas C. Cobb, Esquire
1399 SW First Avenue, Suite 301
Miami, Florida 33130
(305) 377-0223
FL Bar No.: 113517

ARTICLE IV

TERM OF EXISTENCE

This document shall have a delayed effective time and date, pursuant to Fla. Stat. Sec. 607.0123(2), of 12:00 a.m., September 27, 1998 (which is not more than 90 days after the date of filing these Articles with the Secretary of State of Florida) at which time this corporation shall commence its existence, which existence shall be perpetual.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

THOMAS C. COBB
1399 S.W. First Avenue
Suite 301
Miami, Florida 33130

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The name of the initial director and president of this Corporation and his street address is:

Craig Robins
230 Fifth Street
Miami Beach, FL 33139

The person named as the initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

230 Fifth Street
Miami Beach, FL 33139

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

THOMAS C. COBB
1399 SW First Avenue
Suite 301
Miami, Florida 33130

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 30th day of June, 1998.



Thomas C. Cobb

**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 the provisions of Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That BRIDGE, INC., desiring to organize under the laws of the State of Florida, with its principal office at: 230 Fifth Street, Miami Beach, FL 33139, has named **THOMAS C. COBB**, located at 1399 SW First Avenue, Suite 301, Miami, Florida 33130, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.



THOMAS C. COBB

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