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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 024075 4724134

AUTHORIZATION :

Patricia Pzyth

COST LIMIT : \$ 96.25

ORDER DATE : November 6, 1998

ORDER TIME : 11:35 AM

4000002682204--5

ORDER NO. : 024075-005

CUSTOMER NO: 4724134

CUSTOMER: Ronald W. Black, Esq
106 South Lake Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: WAREHOUSE ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY 2 COPIES
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

g 11/16/98

RECEIVED
98 NOV -6 PM12:15
DIVISION OF CORPORATION

98 NOV -6 PM12:16

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
WAREHOUSE ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Article I - Name

The name of this corporation is **WAREHOUSE ENTERPRISES, INC.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, and the business of acquiring, constructing, developing, leasing, marketing, and providing warehouse and storage services and facilities and any interest therein, and any business related thereto.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The number of authorized shares shall be 7,500 shares at \$1.00 par value.

Article V - Registered Agent

The street address of the initial registered office of this corporation is 106 South Lake Avenue, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is **RONALD W. BLACK**.

Article VI - Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Name

Address:

FOUAD S. ASHDJI

106 South Lake Avenue
Orlando, Florida 32801

JACOB COHEN

21300 Northeast 20th Avenue
North Miami Beach, Florida 33179

PAUL B. REINER

3530 North 55th Avenue
Hollywood, Florida 33021

Article VII - Incorporator

The names and addresses of the initial officers of the Corporation and the persons signing these Articles are:

Name

Address:

FOUAD S. ASHDJI

106 South Lake Avenue
Orlando, Florida 32801

JACOB COHEN

21300 Northeast 20th Avenue
North Miami Beach, Florida 33179

PAUL B. REINER

3530 North 55th Avenue
Hollywood, Florida 33021

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 5 day of November, A.D. 1998.



Fouad S. Ashdji



Jacob Cohen



Paul B. Reiner

**STATE OF FLORIDA
DEPARTMENT OF STATE**

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

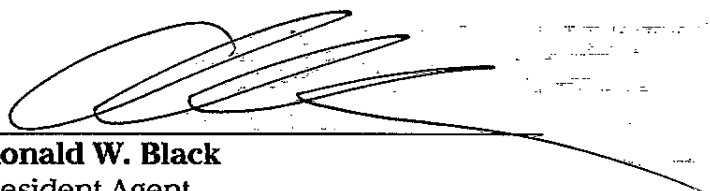
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The following is submitted in compliance with Chapter 48.091, Florida Statutes:

WAREHOUSE ENTERPRISES, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 106 South Lake Avenue, Orlando, Florida 32801, has named **RONALD W. BLACK**, 106 South Lake Avenue, Orlando, Florida 32801, as its agent to accept service of process within this State.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office, as required by law.



Ronald W. Black
Resident Agent