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Peters, Maxey, Short & Maxey
A Professional Association of
Attorneys at Law

WIRT PETERS
(1907-1967)
TOM MAXEY
EUGENE M. SHORT, JR.
WIRT T. MAXEY

April 23, 1999

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3001 PONCE DE LEON BOULEVARD
SUITE 200
CORAL GABLES, FLORIDA 33134

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-04/26/99-01063-011
*****70.00 *****70.00

Re: Estelle Corp.

Gentlemen:

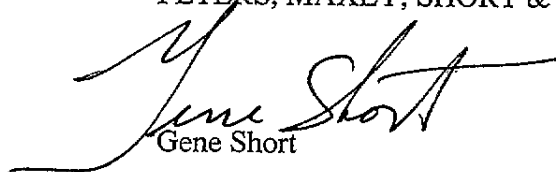
Enclosed are an original and one copy of the Articles of Incorporation of the above referenced corporation, together with our check in the amount of \$70.00 as filing fee.

We would appreciate receiving a file dated copy of same in the enclosed, stamped and addressed envelope.

Thank you for your cooperation in this matter.

Very truly yours,

PETERS, MAXEY, SHORT & MAXEY, P.A.


Gene Short

GS:rdm
Enclosures

cc: Phyllis B. Lyons

T:share/Becker Est Nunez lease/Dept. Of State ltr.

FILED
99 APR 26 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED APR 28 1999

ARTICLES OF INCORPORATION
OF
ESTELLE CORP.

FILED
99 APR 26 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ESTELLE CORP.

The address of the principal office of this corporation shall be 3001 Ponce de Leon Blvd., Suite 200, Coral Gables, FL 33134, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS OF REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 3001 Ponce de Leon Blvd., Suite 200, Coral Gables, FL 33134, and the name of the initial registered agent of the corporation at that address is WIRT T. MAXEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

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

PHYLLIS B. LYONS
President and Director
216 Pascack Road
Hillsdale, NJ 07642

ARTHUR BECKER
Secretary, Treasurer and Director
1457 N.E. 53 Street
Fort Lauderdale, FL 33334

JOSEPH C. BECKER
Vice President and Director
1619 Wesley Avenue #SEA-5
Ocean City, NJ 08226

ARTICLE VII. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

ARTHUR BECKER
1457 N.E. 53 Street
Fort Lauderdale, FL 33334

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal this 20th day of April, 1999.

Phyllis B. Lyons
 PHYLLIS B. LYONS
 President and Director

STATE OF NEW JERSEY
COUNTY OF BERGEN

The foregoing instrument was acknowledged before me this 20th day of April 1999 by PHYLLIS B. LYONS, who is personally known to me or who has produced _____ as identification and who did take an oath.

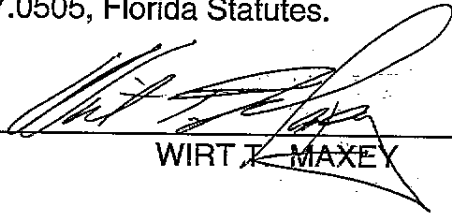
Robert J. Pave
Notary Public, State of New Jersey

My commission expires:

DOLORES G. REEVES
A Notary Public of New Jersey
My Commission Expires March 3, 2004

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

WIRT T. MAXEY, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



WIRT T. MAXEY

T:\share\Arts-Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA