

P99000056491

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

North Dixie Management
Corp

400002911934--0

-06/22/99-01011-016

*****78.50 *****78.50

✓ Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN 22 PM 2:55

FILED

RECEIVED
99 JUN 22 AM 10:55

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

R. Puntun JUN 22 1999

FILED

1999 JUN 22 PM 2:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NORTH DIXIE MANAGEMENT CORP.**

The undersigned, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be: North Dixie Management Corp.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation by the Department of State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or transacting any business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLES IV - CAPITAL STOCK

This corporation is authorized to issue a maximum of One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(25)

ARTICLES V - INITIAL REGISTERED AGENT AND OFFICE AND MAILING ADDRESS

The initial registered agent and registered office of this corporation is:

Stuart A. Cohen, Attorney
Suite 208 - Claire's Plaza
Three S.W. 129 Avenue
Pembroke Pines, Florida 33027

The mailing address of the corporation is: 3225 Canal Street, Pompano Beach, Florida 33062.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the By-Laws. However, this corporation shall not have less than one (1) director at any one time. The name and address of the initial director of this corporation is:

Barney Ivanovic
3225 Canal Drive
Pompano Beach, Florida 33062

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

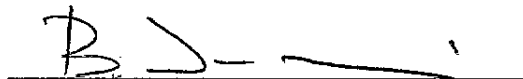
Barney Ivanovic
3225 Canal Drive
Pompano Beach, Florida 33062

BT

ARTICLE VII - PREEMPTIVE RIGHTS

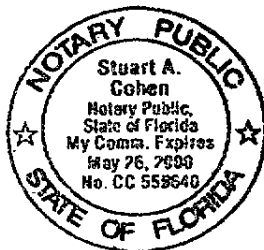
The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of the corporation which may be issued from time to time, for money, property or past services, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued. The refusal by a stockholder to exercise preemptive rights at any time or times shall not constitute a waiver of preemptive rights to subsequent issues.

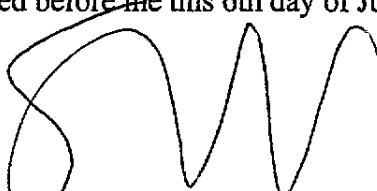
THE UNDERSIGNED INCORPORATOR hereby declares and certifies that the facts stated herein are true, and accordingly, he has executed these Articles of Incorporation this 6th day of June, 1999.

 (L.S.)
Barney Ivanovic, Incorporator

STATE OF FLORIDA :
 : ss :
COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this 6th day of June, 1999, by Barney Ivanovic (who is personally known to me.)




Stuart A. Cohen
Notary Public - State of Florida
Commission No.: CC555640
My Commission Expires: 05-26-00

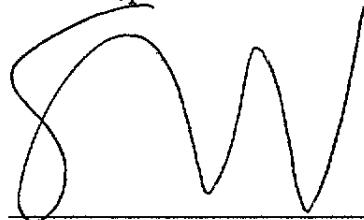
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That NORTH DIXIE MANAGEMENT CORP. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3225 Canal Drive, Pompano Beach (Broward County), Florida 33062, has named Stuart A. Cohen, Attorney, located at Suite 208 - Claire's Plaza, Three S.W. 129 Avenue, Pembroke Pines (Broward County), Florida 33027, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above named corporation, at the place designated in the Certificate, I hereby agree to comply with the provisions of all statutes relative to the property and complete performance of my duties.



Stuart A. Cohen, Registered Agent

Dated: June 6, 1999

FILED
1999 JUN 22 PM 2:55
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

(RP)