

**BRUCE L. GLASKIN**  
ATTORNEY AT LAW

9500 PARK LANE  
PLANTATION, FLORIDA 33324

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FAX: (954) 424-0796

May 17, 1999

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

**EFFECTIVE DATE**  
8-1-99

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-07/19/99--01051--019  
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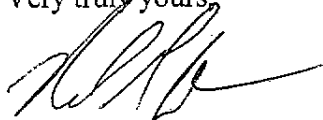
RE: SUPERDOLPHS, INC.

Gentlemen:

Enclosed please find original and copy of the above-captioned Articles of Incorporation. Upon your receipt of the enclosed, kindly file this corporation along with our check in the sum of \$70.00. Please forward a non-certified copy back to our office in the self-addressed stamped envelope enclosed for your convenience.

Thank you for your cooperation with reference to this matter.

Very truly yours,



Bruce L. Glaskin  
BLG/cs  
Enclosure

FILED  
99 JUL 19 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Brace

ONE

AUTHORIZATION BY PHONE TO

CORRECT Art - Vis - principal

DATE 7/27/99

BY mm

mm 7/27/99

**ARTICLES OF INCORPORATION  
OF  
SUPERDOLPHS, INC.**

**EFFECTIVE DATE**  
8-1-99

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida..

**ARTICLE I**

The Name of the corporation is SUPERDOLPHS, INC.

**ARTICLE II-PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

**ARTICLE III-CAPITAL STOCK**

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

**ARTICLE IV-VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all purposes shall be vested exclusively in the holders of the outstanding Common Shares.

**ARTICLE V-TERM**

This corporation shall commence its existence on August 1, 1999, and shall exist perpetually thereafter unless sooner dissolved according to law.

**FILED**  
JUL 19 AM 10:06  
1999  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## **ARTICLE VI-PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the prices at which it is offered to others.

## **ARTICLE VII-INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial <sup>principal</sup> office of this corporation is 9500 Park Lane, Plantation, Florida 33324 and the name of the initial registered agent of this corporation is BRUCE L. GLASKIN, ESQ., whose address is 9500 Park Lane, Plantation, Florida 33324.

## **ARTICLE VIII-INITIAL BOARD OF DIRECTORS**

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is DAVID S. GLASKIN, 9500 Park Lane, Plantation, Florida 33324.

## **ARTICLE IX-INCORPORATION**

The name and address of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>AMOUNT</u>
DAVID S. GLASKIN	9500 Park Lane Plantation, FL 33324	500	\$500.00

## **ARTICLE X-INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or

director, to the fullest extent permitted by law either now existing or hereafter enacted.

#### ARTICLE XI

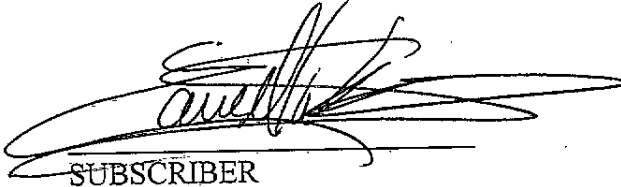
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due to them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREFOR, the undersigned subscriber has executed these

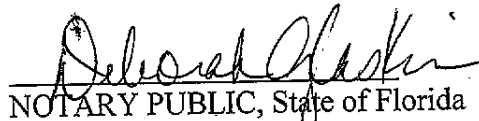
Articles of Incorporation this 9<sup>th</sup> day of July, 1999.

  
SUBSCRIBER

STATE OF FLORIDA       )  
COUNTY OF BROWARD    )

BEFORE ME, a notary public authorized to take acknowledgment in the State and County aforesaid, personally appeared DAVID S. GLASKIN known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal.

  
NOTARY PUBLIC, State of Florida



Deborah Glaskin  
My Commission CC719037  
Expires February 22, 2002

My commission expires:

FILED  
99 JUL 19 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

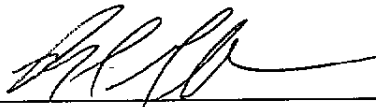
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SUPERDOLPHS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 9500 Park Lane, Plantation, Florida 33324, and has named BRUCE L. GLASKIN, ESQ. 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 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.



BRUCE L. GLASKIN, ESQ.  
Registered Agent

FILED  
99 JUL 19 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA