



P99000078949

August 30, 1999

Via FedEx

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-08/31/99--01056--008  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Secretary of State  
State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Filing New Corporation – Pinacle Management Group, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Pinacle Management Group, Inc., which should be recorded in the State's Public Records. Also enclosed is our check in the amount of \$122.50 representing your fees for filing and for a certified copy of the Articles to be returned to the undersigned.

Thank you in advance for your assistance in this matter.

Very truly yours,

Michael D. Wohl  
President

MDW:brm  
Enclosures

FILED  
99 AUG 31 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/3/99  
MLM

2665 South Bayshore Drive, Suite 202  
Miami, Florida 33133  
(305) 854-7100  
Fax (305) 859-9858

**ARTICLES OF INCORPORATION**  
**OF**  
**PINACLE MANAGEMENT GROUP, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I. NAME**

The name of this Corporation shall be:     **PINACLE MANAGEMENT GROUP, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**2665 SOUTH BAYSHORE DRIVE  
SUITE #202  
COCONUT GROVE, FLORIDA 33133**

**ARTICLE III. PAR VALUE**

The par value of each authorized share is: \$.01

**ARTICLE IV. SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is: 1,000.

**ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**MICHAEL D. WOHL  
2665 SOUTH BAYSHORE DRIVE  
SUITE #202  
COCONUT GROVE, FLORIDA 33133**

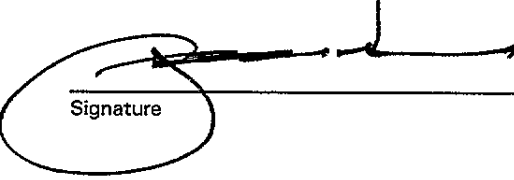
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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

MICHAEL D. WOHL  
2665 SOUTH BAYSHORE DRIVE  
SUITE #202  
COCONUT GROVE, FLORIDA 33133

The undersigned incorporator has executed these Articles of Incorporation this 30th  
day of August, 1999.

  
Signature

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

PINACLE MANAGEMENT GROUP, INC.

(must include suffix)

2. The name and address of the registered agent and office is:

MICHAEL D. WOHL

(name)

3. 2665 SOUTH BAYSHORE DRIVE, SUITE #202

(P.O. Box or Mail Drop Box NOT Acceptable)

COCONUT GROVE, FLORIDA 33133

(City/State/Zip)

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.

  
\_\_\_\_\_  
(Signature)

8/30/99  
\_\_\_\_\_  
(Date)

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TALLAHASSEE, FLORIDA

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