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Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION QUALIFICATION Foreign Limited Partnership Reinstatement Trademark

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood Secretary of State

April 8, 2003

SUNSTATE RESEARCH

SUBJECT: DONAHUE/HARPER PARTNERS, INC. Ref. Number: W03000009903

We have received your document for DONAHUE/HARPER PARTNERS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White Document Specialist New Filings Section

Letter Number: 903A00020858

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE TALLAHASSEE FLORIDA

DONAHUE/HARPER PARTNERS, INC.

ARTICLE I - NAME

The name of this corporation is DONAHUE/HARPER PARTNERS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

433 Plaza Real, Suite 275 Boca Raton, Florida 33432

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Hundred (100) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

This Instrument Prepared by: Elizabeth M. Bohn Florida Bar No. 288047 Address: Jorden Burt LLP 777 Brickell Avenue, Suite 500 Miami, FL 33131

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

800 S.W. 14th Drive Boca Raton, Florida 33486

and the name and address of the initial registered agent of this corporation are:

Name Address

Kevin Donahue 800 S.W. 14th Drive

Boca Raton, Florida 33486

ARTICLE VI - COMMENCEMENT

This corporation shall commence at the time of the filing of these Articles of Incorporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person(s). The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

Name Address

Kevin Donahue 800 S.W. 14th Drive

Boca Raton, Florida 33486

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator are:

Name Address

Kevin Donahue 800 S.W. 14th Drive

Boca Raton, Florida 33486

<u> ARTICLE IX – BY-LAWS</u>

The power to alter, amend or repeal the By-Laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 4 day of 4001, 2003.

Print Name: Kevin Donahue

Incorporator

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CERTIFICATE OF DESIGNATION FOR THE SERVICE OF PROCESS WITHIN FLORIDA 03 APR -7 PH 3: 02 NAMING AGENT UPON WHOM PROCESS MAY BE SERVED SECRETARY OF STATE TALLAHASSEE FLORIDA

In compliance with the provisions of Section 607.0501, 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 and address of the Corporation is:

DONAHUE/HARPER PARTNERS, INC. 433 Plaza Real, Suite 275 Boca Raton, Florida 33432

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

Kevin Donahue 800 S.W. 14th Drive Boca Raton, Florida 33486

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above 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 Florida 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.

OV 1 4, 2003 (Date)

Print Name: Kevin Donahue