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LAWRENCE E. MURPHY
MARSHALL R. WOOD, JR.

May 21, 1996

FILED
96 MAY 23 AM 10:53
TALLAHASSEE, FLORIDA

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

100001837261
-05/23/96--01078--001
*****70.00 *****70.00

Re: Bates, Dunning and Assoc., Inc.

Gentlemen:

Enclosed are the following documents for formation of the above corporation:

1. Original Articles of Incorporation (signed by the Incorporators).
2. Copy of Articles of Incorporation.
3. Our firm's check number 2568 made payable to the Department of State in the amount of \$70.00 for filing fees.
4. Self-addressed return envelope.

Please file the original Articles of Incorporation and return the date stamped copy to us in the enclosed envelope.

Yours truly,

Lawrence E. Murphy
LAWRENCE E. MURPHY

LEM/moh
Enclosures

cc: Mr. Robert J. Creighton
Mr. Terrell P. Palmer

TH
530-96

ARTICLES OF INCORPORATION
OF
BATES, DUNNING AND ASSOC., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation (the "Corporation") is Bates, Dunning and Assoc., Inc.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles with the Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 728 Camino Lake Circle, Boca Raton, Florida 33486.

ARTICLE IV

The maximum number of shares the Corporation is authorized to issue is one hundred (100), all of which shall be common shares. All common shares shall be identical with

each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 728 Camino Lake Circle, Boca Raton, Florida 33486. The initial registered agent for the Corporation at that address is ROBERT J. CREIGHTON.

ARTICLE VI

The initial Board of Directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT J. CREIGHTON	728 Camino Lake Circle Boca Raton, Florida 33486
TERRELL P. PALMER	14256 Tornelia Lane Wellington, Florida 33414

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT J. CREIGHTON	728 Camino Lake Circle Boca Raton, Florida 33486
TERRELL P. PALMER	14256 Tornelia Lane Wellington, Florida 33414


ARTICLE VIII

The Corporation shall indemnify its directors and officers to the fullest extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 21 day of May, 1996.


ROBERT J. CREIGHTON


TERRELL P. PALMER

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Bates, Dunning and Assoc., Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Chapter 607.0501(3), Florida Statutes.


ROBERT J. CREIGHTON

Date: May 21, 1996