

JUN 10 1996 11:23 AM STATE OF FLORIDA NO 83 P.1  
**96000051876**  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: STRAWN & MONAGHAN, P.A.  
DEPARTMENT OF STATE 54 NE 4TH AVE  
STATE OF FLORIDA  
409 EAST GAINES STREET DELRAY BEACH FL 33403-  
TALLAHASSEE, FL 32399 CONTACT: JOEL T. STRAWN OR AUDY R.  
JOHNSTON  
FAX: (904) 922-4000 PHONE: (407) 278-9400  
FAX: (407) 278-9462  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FORSTER ASSOCIATES, INC.  
FAX AUDIT NUMBER: H96000008493 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 06/18/1996 TIME REQUESTED: 10:59:20  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER:  
076215000176

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.  
(((H96000008493)))

*[Handwritten signature]*

FILED  
96 JUN 18 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

RECEIVED  
96 JUN 18 PM 12:53  
DIVISION OF CORPORATIONS

1196000008493

**ARTICLES OF INCORPORATION  
OF  
FORSTER ASSOCIATES, INC.**

FILED  
56 JUN 18 PM 2 1  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**Article I. - Name**

The name of this corporation is:

**FORSTER ASSOCIATES, INC.**

**Article II. - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**Article III. - Capital Stock**

The aggregate number of shares which this corporation shall have authority to issue is 7,500 shares of common stock, consisting of one class, and having a par value of \$1.00.

**Article IV. - Preemptive Right**

The shareholders of this corporation, having the same kind, class or series of stock, shall have the preemptive right to purchase, at the price which it is offered to others, a pro rata share (as nearly as may be done without issuance of fractional shares) of unissued or treasury shares of the corporation; or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

Jeffrey L. Cohen, Esq. (Florida Bar #703966)  
Strawn, Monaghan & Cohen, P.A.  
54 N. E. Fourth Avenue  
Delray Beach, FL 33483  
(407) 278-9400

B96000008493

H9600008493

**Article V. - Principal Office or  
Mailing Address: Resident Agent**

The mailing address of the corporation and the initial registered office of this corporation is 54 Northeast Fourth Avenue, Delray Beach, Florida 33483, and the name of the initial registered agent of this corporation at that address is Jeffrey L. Cohen.

**Article VI. - Initial Board of Directors**

This corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time through Bylaws adopted by the shareholders, but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
John J. Keenoy, Jr.	224 Oak Forest Drive Smyrna, GA 30082
John J. Keenoy, III	224 Oak Forest Drive Smyrna, GA 30082
Kelly Day Keenoy	224 Oak Forest Drive Smyrna, GA 30082

**Article VII. - Incorporator**

The name and address of the Incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey L. Cohen	54 Northeast Fourth Avenue Delray Beach, FL 33483

H9600008493

H96000008493

**Article VIII. - Bylaws**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders; except those Bylaws that may be adopted by the shareholders, and designated as such, shall not be altered, amended or repealed by the Directors.

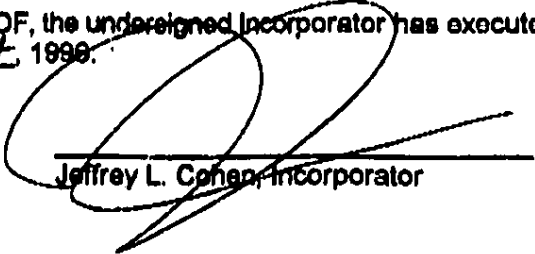
**Article IX. - Amendment**

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.

**Article X - Indemnification**

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law for all acts performed or failed to be performed, in good faith within the scope of his/her duties on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on June 19, 1996.


  
\_\_\_\_\_  
Jeffrey L. Cohen, Incorporator

STATE OF FLORIDA        )  
                                  ) ss  
COUNTY OF PALM BEACH )

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Jeffrey L. Cohen, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of June, 1996.

(Notary Seal)

  
\_\_\_\_\_  
Notary Public  
Print Name: Marjorie Kennedy  
My commission expires: 8/18/98



MARJORIE KENNEDY  
My Commission 00401377  
Expires Aug. 18, 1998  
Elected by NAI  
800-422-1866

H96000008493

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned, named as the Registered Agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such Registered Agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act.



Jeffrey L. Cohen  
Registered Agent

mk K:\WORK\OTHERC\73003\FORSTER.AOI  
June 10, 1996

FILED  
96 JUN 18 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA