

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) The F. A. L. Foundation, Inc.
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SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION

FOR

THE FIALHO FOUNDATION, INC.

The undersigned incorporator pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is THE FIALHO FOUNDATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 7680 Estrella Circle, Boca Raton, FL 33433.

ARTICLE III - PURPOSE

The specific purpose of the corporation: Charitable Foundation

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as stated in the bylaws.

ARTICLE V - DIRECTORS

The initial directors for this corporation shall never be less than three (3). The name and address for the initial directors is

Allan H Norwitz
Deyse F. Norwitz
Alexandra F. Diniz
7680 Estrella Circle
Boca Raton, FL 33433

ARTICLE VI - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

The name and the street address of the initial registered agent is

Jeffrey L. Greenberg
Law Office of Jeffrey L. Greenberg, P.A.
4800 North Federal Highway, Suite 304-D
Boca Raton, Florida 33431

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator for this corporation is
Corporate Access, Inc., 236 E. Sixth Ave., Tallahassee, FL 32303.

The undersigned incorporator has executed these Articles of
incorporation on this 2nd day of August, 2000.



Corporate Access, Inc.
President - Danny Bennett

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

Pursuant to the provisions of section 607.0501 or 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.

The name of the corporation is

The Fialho Foundation, Inc.

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TALLAHASSEE, FLORIDA

The name and address of the registered agent is

Jeffrey L. Greenberg

Law Office of Jeffrey L. Greenberg, P.A.
4800 North Federal Highway

Suite 304-D

Boca Raton, Florida 33431

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.



SIGNATURE