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C. RANDALL AUSTIN
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ADMITTED TO FEDERAL BAR
ADMITTED TO FLORIDA BAR
ADMITTED TO COLORADO BAR

TELEPHONE (954) 315-0204
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June 29, 2001

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

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-07/05/01--01079--010
*****78.75 *****78.75

Re: Articles of Organization of The Rotary Club of Plantation & Sunrise, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of The Rotary Club of Plantation & Sunrise, Inc. Additionally a check in the amount of \$78.75 to cover the filing fee and Certificate of Status is being provided herewith.

A self-addressed stamped envelope is being also enclosed for your convenience in returning the aforementioned Certificate of Status and/or acknowledgement of acceptance of this non-profit corporation by the Secretary of the State.

If any additional information in this regard becomes necessary and/or required, please do not hesitate to contact me at the above phone number. I appreciate your time and attention in this regard.

Very Truly Yours,

C. Randall Austin

C. Randall Austin, Esq.

CRA/am.
Enclosures.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-11-01
WCC

ARTICLES OF INCORPORATION

OF

THE ROTARY CLUB OF PLANTATION & SUNRISE, INC.

The undersigned, acting as incorporator of a corporation under Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is THE ROTARY CLUB OF PLANTATION & SUNRISE, INC. having its principal place of business at P.O. Box 16792, Plantation, Florida 33318.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in not for profit activity, volunteer and community oriented projects and other such activities allowed under the laws of the United States and of this State.

ARTICLE IV

The corporation shall have no shares.

ARTICLE V

The address of its initial registered agent's office is 600 NORTH PINE ISLAND, SUITE 450, FORT LAUDERDALE, FLORIDA 33324 and

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the name of its initial registered agent at said address is C. RANDALL AUSTIN, whose Florida Bar Number is 802670.

ARTICLE VI

The number of directors and officers constituting its initial Board of Directors is one, whose name and address is :

MARIE ELENA PROUTY	PRESIDENT
C. RANDALL AUSTIN	VICE PRESIDENT/PRESIDENT ELECT
JOE B. PAUL	SECRETARY
SCOTT SHULMAN	TREASURER

ARTICLE VII

The name and address of the incorporator is:

C. Randall Austin, Esq.	600 North Pine Island, Suite 450
FL BAR NO. 802670	Ft. Lauderdale, Florida 33317

ARTICLE VIII

The directors shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a directors meeting. The manner of election of directors is as stated in the by-laws.

ARTICLE IX

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

Pursuant to Florida Statute Section 617, the effective date of the commencement of corporate existence is the 29 day of June, 2001, which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, The undersigned has made and subscribed of these Articles of Incorporation at Fort Lauderdale, Broward County, Florida on the 29 day of June, 2001.

C. Randall Austin
C. RANDALL AUSTIN, ESQ.
FL BAR NO. 802670

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned appeared C. RANDALL AUSTIN, ESQ., who is to me personally known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he

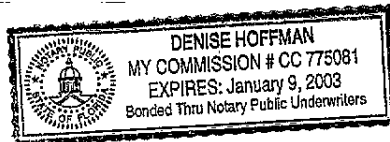
made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my office seal at Fort Lauderdale, in said County and State this 29 day of June, 2001.

Denise Hoffman
Notary Public, State of Florida

My Commission Expires:

STATE OF FLORIDA
COUNTY OF BROWARD

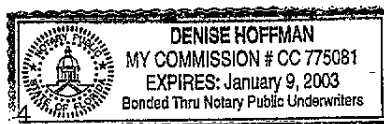


BEFORE ME, the undersigned authority personally appeared C. RANDALL AUSTIN, ESQ., who is to me personally known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 29 day of June, 2001.

Denise Hoffman
Notary Public, State of Florida

My Commission Expires:



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 with and accept the obligations of my position as Registered Agent.

C. Randall Austin
Signature/Registered Agent

6/29/01
Date

C. Randall Austin
Signature/Incorporator

6/29/01
Date

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TALLAHASSEE, FLORIDA