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TALLARASSEE, FLORIDA

4/24/04

CT CORPORATION

September 23, 2004

Department of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 6192308 SO

Customer Reference 1: ACCA

Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

Association of Corporate Counsel America Central Florida (FL) Incorporation Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Manager Fulfill Ctr
Connie_Bryan@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

September 23, 2004

CT CORPORATION

SUBJECT: ASSOCIATION OF CORPORATE COUNSEL AMERICA CENTRAL

FLORIDA

Ref. Number: W04000035349

We have received your document for ASSOCIATION OF CORPORATE COUNSEL AMERICA CENTRAL FLORIDA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6962.

Valerie Ingram Document Specialist New Filings Section

Letter Number: 004A00056109

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Association of Corporate Counsel America Central Florida (Inc.)

OH SEP 23 AH 9: 30

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1200 South Pine Island Road, Plantation, Florida 33324

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

See attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The election of at-large directors to the Board of Directors shall be by vote of the members of the Chapter with a plurality of votes cast required for election. Vacancies occurring in the at-large membership of the Board of Directors shall be filled, until the next annual meeting, by vote of a majority of the remaining members of the Board of Directors.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

See attached

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

C T Corporation System, c/o C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Frederick J. Krebs 1025 Connecticut Avenue, NW Suite 200 Washington, DC 20036-5425

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

C T Corporation System 9/15/04 vate 28/cm/09/,2004 ANUSHA PUTTY VPG/18ST, SEC. gistered Agent

Signature/Incorporator

The Association of Corporate Counsel America promotes the common professional and business interest of attorneys who are employed to practice law by corporations, associations, and other private sector organizations by developing and disseminating information, providing educational initiatives, facilitating networking opportunities, supporting collegiality, and engaging in advocacy on behalf of the in-house bar.

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