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December 16, 1998

OF COUNSEL:
JENIFER YOUNG PFLEGER
RICHARD B. SALZMAN

N980000007250
SENDER'S DIRECT NUMBER (305) 350-5138

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

Re: The University of Michigan School of Business Alumni Club of South Florida, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for The University of Michigan School of Business Alumni Club of South Florida, Inc. Please send me a Certified Copy of the articles and a Certificate of Status. A check in the amount of \$131.25 is enclosed for the Filing Fee, Certified Copy and Certificate.

Thank you.

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****131.25 *****87.50

Very truly yours,

HOMER & BONNER, P.A.

By:

Marc A. Wites
Marc A. Wites

G:\CLIENT\7000\316\UMALUMNI\ARTICLES.LTR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SP
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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is:

The University of Michigan School of Business Alumni Club of South Florida, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

1408 Brickell Bay Drive
Suite 617
Miami, FL 33131

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TALLAHASSEE, FLORIDA

ARTICLE III PURPOSES

The corporation is organized to promote education and community development for and by the alumni and friends of The University of Michigan School of Business.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The corporation's directors shall be elected as set forth in the corporation's bylaws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

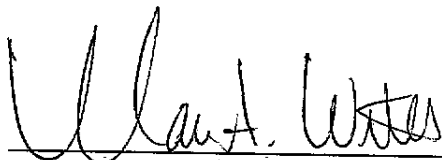
The name and Florida street address of the initial registered agent are:

Marc A. Wites, Esq.
Homer & Bonner, P.A.
100 S.E. 2d Street
Suite 3400
Miami, FL 33131

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Marc A. Wites
1408 Brickell Bay Drive
Suite 617
Miami, FL 33131



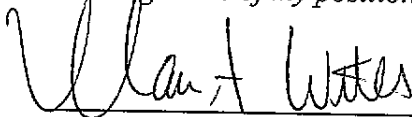
Marc A. Wites, Incorporator

12/16/98

Date

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept services 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 familiar with and accept the obligations of my position as registered agent.



Marc A. Wites, Registered Agent

12/16/98

Date