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From:

Account Name : BRONSTEIN, CARLSON, GLEIM & SMITH, P.A.
Account Number : 075467003414
Phone : (727) 898-6690
Fax Number : (727) 898-8811

FLORIDA PROFIT CORPORATION OR P.A.

Nicklaus Conglomerate, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
NICKLAUS CONGLOMERATE, INC.

ARTICLE I.

NAME

The name of this corporation is Nicklaus Conglomerate, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 3850 Gulf Boulevard, St. Pete Beach, Florida 33706.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE, REGISTERED AGENT AND INCORPORATOR

The name of the initial Registered Agent and the Incorporator of the corporation and the street address of the initial Registered Office are Albert P. Nicklaus, Jr., 3850 Gulf Boulevard, St. Pete Beach, Florida 33706. The Registered Agent, by execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

This instrument prepared by and return to:
Susan W. Carlson, Esquire
Bronstein, Carlson, Gleim & Smith, P.A.
150 Second Avenue North, Suite 1100
St. Petersburg, FL 33701 (727) 898-6690
FLA BAR: 357332

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ARTICLE VII.
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation are Albert P. Nicklaus, Jr., 3850 Gulf Boulevard, St. Pete Beach, Florida 33706.

ARTICLE VIII.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX.
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X.
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 7th day of January, 2000.



Albert P. Nicklaus, Jr.

INCORPORATOR/REGISTERED AGENT

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