

Division of Corporations

**P000000008156**

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H00000004061 8)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : CENTRES, INC.  
Account Number : F19990000140  
Phone : (305) 670-1997  
Fax Number : (305) 670-4429

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JAN 25 PM 4: 10

FILED

**FLORIDA PROFIT CORPORATION OR P.A.**

**CENTRES MID-ATLANTIC ACQUISITION CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

Fax Audit Number: H00000004061 8

**ARTICLES OF INCORPORATION  
OF  
CENTRES MID-ATLANTIC ACQUISITION CORP.**

**THE UNDERSIGNED** incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation ("Articles"):

**FIRST:** The name of the corporation is **Centres Mid-Atlantic Acquisition Corp.** (the "Corporation").

**SECOND:** The principal office address and mailing address of the Corporation is: Two Dairan Center, 9130 S. Dadeland Boulevard, Suite 1528, Miami, Florida 33156.

**THIRD:** The Corporation is authorized to issue One Thousand (1,000) shares of common stock, par value \$.01 per share.

**FOURTH:** The street address of the initial registered office of the Corporation is: c/o Centres, Inc., Two Dairan Center, 9130 S. Dadeland Boulevard, Suite 1528, Miami, Florida 33156 and the name of the registered agent at that address is Arnold D. Shevin, Esq

**FIFTH:** The name and address of the incorporator of the Corporation is Claudia F Haines, Esq. at Centres Inc., Two Dairan Center, 9130 S. Dadeland Boulevard, Suite 1528, Miami, Florida 33156.

**SIXTH:** This corporation is organized for the purpose of transacting any or all lawful business.

**SEVENTH:** The following individuals shall serve on the Corporation's board of directors ("Board") until their successors have been elected and duly qualified:

Kenneth B. Karl

**EIGHT:** The Corporation shall indemnify any officer or former officer, director or former director, or incorporation, of this Corporation to the fullest extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 24th day of January, 2000.

  
\_\_\_\_\_  
Claudia F. Haines, Incorporator

**THIS INSTRUMENT PREPARED BY:**

Claudia F. Haines, Esq.  
Fla Bar No. 0055115  
Centres, Inc.  
9130 S Dadeland Boulevard  
Suite 1528  
Miami, FL 33156  
305-670-1997

00 JAN 25 PM 4:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Fax Audit Number: H00000004061 8

Fax Audit Number: H00000004061 8

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of Centres Mid-Atlantic Acquisition Corp., and I state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: 

Arnold D. Shevin, Esq.

**FILED**  
00 JAN 25 PM 4:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THIS INSTRUMENT PREPARED BY:**

Claudia F. Haines, Esq.  
Fla. Bar No. 0055115  
Centres, Inc  
9130 S. Dadeland Boulevard  
Suite 1528  
Miami, FL 33156  
305-670-1997

12530-1

Fax Audit Number: H00000004061 8