

PO00000025819

**MAY, MEACHAM & DAVELL**

A PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS  
NATIONSBANK TOWER, SUITE 2602  
ONE FINANCIAL PLAZA  
FORT LAUDERDALE, FLORIDA 33394-1697

PAUL M. MAY (1954-1999)  
ROBERT C. MEACHAM  
WILLIAM C. DAVELL  
CAROLYN B. FRANK  
LISA K. HERMANN  
CHRISTOPHER D. BARBER, P.A., OF COUNSEL

FORT LAUDERDALE (954) 763-6006  
MIAMI (305) 944-8291  
TELEFAX (954) 764-5367

300003161009--1  
-03/07/00--01092--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

March 6, 2000

**FEDERAL EXPRESS**

CORPORATE RECORDS BUREAU  
Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32314

FILED  
00 MAR -7 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

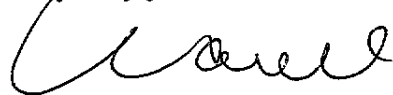
Re: Incorporation of **FIDELITY TAX CORP.**

Dear Sir or Madame:

Enclosed you will find an original and a copy of the executed Articles of Incorporation for **FIDELITY TAX CORP.** Further enclosed is our trust check payable to the Secretary of State in the amount of \$78.75 to cover the filing fee, registered agent designation and a certified copy of the Articles. A self-addressed, stamped envelope is enclosed for your convenience in returning the certified copy of the Articles after filing same.

Thank you for your prompt attention to this matter.

Very truly yours,



William C. Davell  
MAY, MEACHAM & DAVELL, P.A.

WCD/cab

8-14  
WCD

**ARTICLES OF INCORPORATION**

**OF**

**FIDELITY TAX CORP.**

FILED  
00 MAR -7 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name and Address**

The name of this corporation is:

**FIDELITY TAX CORP.**

and the address of the corporation is:

**1750 East Sunrise Boulevard, Fort Lauderdale, Florida, 33310**

**Article II - Duration**

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**Article IV - Capital Stock**

This corporation is authorized to issue Five Hundred (500) shares of One Cent (\$.01) par value common stock.

**Article V - Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

---

#### **Article VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is **1750 East Sunrise Boulevard, Fort Lauderdale, Florida, 33304**, and the name of the initial registered agent of this corporation at that address is **Jarett S. Levan**.

#### **Article VII - Initial Board of Directors**

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) of the Director(s), their addresses and office to be held by each for the first year of existence of this Corporation or until their successors are elected and have qualified are:

<b>Name</b>	<b>Address</b>	<b>Office</b>
<b>Alan Levan</b>	<b>1750 E. Sunrise Boulevard Fort Lauderdale, FL 33304</b>	<b>Director</b>
<b>Frank Grieco</b>	<b>1750 E. Sunrise Boulevard Fort Lauderdale, FL 33304</b>	<b>President/Director</b>
<b>Lewis Sarrica</b>	<b>1750 E. Sunrise Boulevard Fort Lauderdale, FL 33304</b>	<b>Vice President</b>
<b>Gary Branse</b>	<b>1750 E. Sunrise Boulevard Fort Lauderdale, FL 33304</b>	<b>Vice President</b>
<b>Jarett Levan</b>	<b>1750 E. Sunrise Boulevard Fort Lauderdale, FL 33304</b>	<b>Secretary/Treasurer</b>

#### **Article VIII - Incorporator**

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is: **Jarett S. Levan, 1750 East Sunrise Boulevard, Fort Lauderdale, Florida, 33304**, and the number of shares of stock to which the subscriber agrees to take is: **Zero (-0-)**.

**Article IX - Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 6 day of March, 2000.

  
\_\_\_\_\_  
JARETT S. LEVAN

STATE OF FLORIDA :

COUNTY OF BROWARD:

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **JARETT S. LEVAN**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 6<sup>th</sup> day of March, 2000.

   
Notary Public  
My commission expires: **Denise Daniels**  
MY COMMISSION # CG662028 EXPIRES  
July 8, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **FIDELITY TAX CORP.**, which is contained in the foregoing Articles of Incorporation.

DATED this 6 day of March, 2000.

  
\_\_\_\_\_  
Jarett S. Levan  
Registered Agent