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AMARI & THERIAC, P.A.
Attorneys and Counselors At Law

Richard S. Amari
Nicholas B. Bangos*
Kohn Bennett
Bradly Roger Bettin, Sr.
Anthony A. Garganese ♦
Mitchell S. Goldman
J. Wesley Howze
Matthew J. Monaghan
Mark S. Peters
David M. Presnick
Charles R. Steinberg
James S. Theriac, III

Reply To: Cocoa P.O. Box

Mariner Square
96 Willard Street, Suite 302
P.O. Box 1807
Cocoa, Florida 32923-1807
Telephone (321) 639-1320
Fax (321) 639-6690

Imperial Plaza
Suite B104
6769 N. Wickham Road
Melbourne, Florida 32940
Telephone (321) 259-6611
Fax (321) 259-6624

*Admitted AL, FL
♦Board Certified City, County, & Local Government Law

May 19, 2000

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

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-05/23/00--01005--009
*****78.75 *****78.75

RE: FERGUSON MARTIN ASSOCIATES, INC.

EFFECTIVE DATE
5-19-00

Ladies and Gentlemen:

Enclosed is the original and one copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order in payment of the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	\$ 8.75
3.	Registered Agent Designation	<u>\$ 35.00</u>
	TOTAL	\$ 78.75

Please send the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance.

Sincerely,

David M. Presnick
David M. Presnick

FILED
00 MAY 22 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures
cc (w/o enc): James E. Ferguson

cc-26-5
4

ARTICLES OF INCORPORATION
OF
FERGUSON MARTIN ASSOCIATES, INC.

EFFECTIVE DATE
5-19-00

Article 1
Name

The name of the corporation is **FERGUSON MARTIN ASSOCIATES, INC.**

Article 2
Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3
General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4
Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

Article 5
Principal Office and Registered Agent

The street address of the principal office of the corporation is 1469 Patriot Drive, Melbourne, Florida 32940. The name of the initial registered agent of the corporation at that address is James E. Ferguson.

Article 6
Directors

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as members thereof are as follows:

FILED
MAY 22 PM 1:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

NAME

STREET ADDRESS

James E. Ferguson

1469 Patriot Drive
Melbourne, Florida 32940

Patricia R. Ferguson

1469 Patriot Drive
Melbourne, Florida 32940

The number of directors may be changed from time to time by the bylaws.

Article 7
Incorporator

The name and street address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

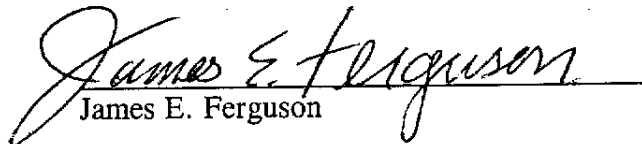
NAME

STREET ADDRESS

James E. Ferguson

1469 Patriot Drive
Melbourne, Florida 32940

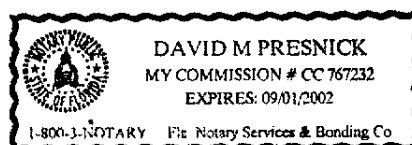
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 19th day of May, 2000.


James E. Ferguson

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 19th day of ^{May}~~June~~, 2000, by James E. Ferguson, who is personally known to me, and who did not take an oath.

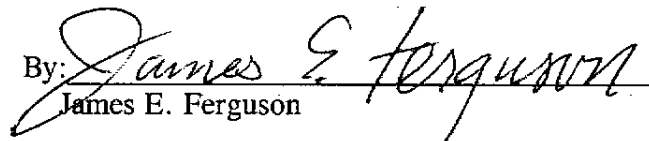

NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

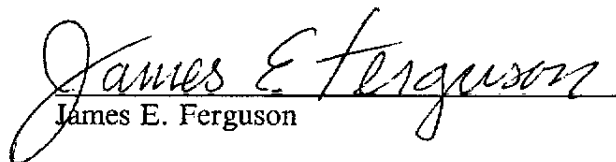
Pursuant to Section 48.091, *Florida Statutes*, **FERGUSON MARTIN ASSOCIATES, INC.** hereby designates James E. Ferguson and 1469 Patriot Drive, Melbourne, Florida 32940, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

FERGUSON MARTIN ASSOCIATES, INC.

By: 
James E. Ferguson

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of **FERGUSON MARTIN ASSOCIATES, INC.** for service of process within the State of Florida.


James E. Ferguson

FILED
00 MAY 22 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA