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C. J. WAHRMAN III, J.D., LL.M.

June 5, 2000

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

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*****78.75 *****78.75

Re: Our File No.14413/55517
A. Bruschi, Inc.
The Amerigo Bruschi Family Limited Partnership

Dear Sir or Madam:

Enclosed for filing with respect to the above-referenced entities are the following:

1. Articles of Incorporation of A. Bruschi, Inc. (original and copy), together with check No. 1539 in the amount of \$78.75 representing the filing fee, the cost of a certified copy and the fee for a registered agent designation.
2. Certificate of Limited Partnership of The Amerigo Bruschi Family Limited Partnership (original and copy), together with check No. 1538 in the amount of \$1,837.50 representing the filing fee, the cost of a certified copy and the fee for a registered agent designation.

Upon completion of the filing process, please return a certified copy of each document to this office in the enclosed pre-addressed envelope. If you have any questions, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,

C. J. Wahrman III

C. J. Wahrman III

CJW/jk
Enclosures

FILED
00 JUN 21 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JUN 23 2000

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ARTICLES OF INCORPORATION
OF

A. BRUSCHI, INC.
a Florida Corporation

FILED
00 JUN 21 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is A. BRUSCHI, INC. and the principal place of business and mailing address of the Corporation is 2175 Park Place, Boca Raton, Florida 33486.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2175 Park Place, Boca Raton, Florida 33486, and the name of the initial Registered Agent of the Corporation at that address is Amerigo Bruschi.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) Directors to hold office until the first Annual Meeting of Shareholders and the successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Amerigo Bruschi	2175 Park Place Boca Raton, Florida 33486
Don C. Bruschi	1150 Rollingwood Trail Maitland, FL 32751
Sandra Haag-Doyle	2083 N.W. 19 th Way Boca Raton, Florida 33431

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Amerigo Bruschi	2175 Park Place Boca Raton, Florida 33486

ARTICLE VII

AMENDMENTS

The Board of Directors of the Corporation may propose amendments to these Articles of Incorporation for submission to the Shareholders, and the Shareholders entitled to vote on such amendments must approve such amendments. Notwithstanding the foregoing, the Board of Directors may adopt amendments to the Articles of Incorporation without Shareholder action as provided for in the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of June, 2000.

Amerigo Bruschi
Amerigo Bruschi, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for A. BRUSCHI, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Date: 6-5, 2000

By: Amerigo Bruschi
Amerigo Bruschi, Initial Registered Agent

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00 JUN 21 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA