

ACCOUNT NO. : 072100000032

REFERENCE: 756443

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: July 7, 2000

ORDER TIME : 2:26 PM

ORDER NO. : 756443-005

CUSTOMER NO:

CORPORATION

9315A

300003317043--9

CUSTOMER: Joanne Dowell, Legal Asst

Martin J. Hasey, Esq

42 N. Swinton Avenue

Suite Ii

Delray Beach, FL 33444

DOMESTIC FILING

NAME: HASEY & BRODER, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse - EXT. 1154

EXAMINER'S INITIALS:

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 JUL -7 PM 4: 06

ARTICLES OF INCORPORATION

OF

HASEY & BRODER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HASEY & BRODER, INC.

The address of the principal office of this corporation shall be 2295 Corporate Boulevard, Suite 110, Boca Raton, Florida 33431 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

William J. Hasey, Jr. Director

2295 Corporate Boulevard, Suite 110 Boca Raton, Florida 33431

David A. Broder Director

2295 Corporate Boulevard, Suite 110 Boca Raton, Florida 33431

ARTICLE VII. OFFICERS

ing the management of the <u>Contract</u> contract of the contract of the Contract Contract of the Contract Contract

The name and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

William J. Hasey, Jr. President

2295 Corporate Boulevard, Suite 110 Boca Raton, Florida 33431

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 JUL -7 PH 4: 06

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 7, 2000.

CORPORATION SERVICE COMPANY

By: Deliorah D. Skipper

It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Welcotch W. Skipper
It's Agent, Deborah D. Skipper

CLD/pej