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ACCOUNT NO. : 072100000032

REFERENCE : 780026 9205A

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia Pizito

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 28 PM 3:21

ORDER DATE : July 28, 2000

ORDER TIME : 11:34 AM

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ORDER NO. : 780026-005

CUSTOMER NO: 9205A

CUSTOMER: William A. Snyder, Esq
William A. Snyder, Esq

7931 S.w. 45th Street

Davie, FL 33328

DOMESTIC FILING

NAME: VERBLAUW FAMILY HOLDINGS, INC.

EFFECTIVE DATE:-

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED
00 JUL 28 PM 1:37
TALAHASSEE
DIVISION OF CORPORATIONS
TALAHASSEE, FL 32304

g 7/28/00

**ARTICLES OF INCORPORATION
OF
VERBLAUW FAMILY HOLDINGS, INC.
(a Florida corporation)**

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 JUL 28 PM 3:21

ARTICLE I - NAME

The name of the Corporation is **VERBLAUW FAMILY HOLDINGS, INC.** (hereinafter called the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The current mailing address of the principal place of business of the Corporation is 5164 SW 94th Avenue, Cooper City, Florida 33328.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is 1,000 shares of voting common stock, par value \$0.01 per share (the "Voting Stock").

ARTICLE V - INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of two (2) directors. The number of directors within these limits may be increased or decreased from time to time as provided in the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

RONALD A. VERBLAUW
15 Highfield Terrace
North Caldwell, New Jersey 07006

CAROL L. VERBLAUW
15 Highfield Terrace
North Caldwell, New Jersey 07006

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 7931 SW 45th Street, Davie, Florida 33328-3099. The name of the initial registered agent of the Corporation at that address is William A. Snyder, Esq.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of the Corporation is RONALD A. VERBLAUW, 15 Highfield Terrace, North Caldwell, New Jersey 07006.

ARTICLE VIII - LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify and may advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

ARTICLE X - BYLAWS

The Board shall have the power to adopt, amend or repeal the bylaws of the Corporation or any part thereof.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed provided that all of the shareholders of the Corporation consent to such alteration, amendment or repeal in accordance with the applicable provisions of Florida law.

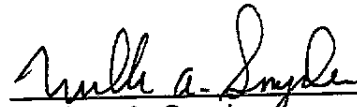
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation of VERBLAUW FAMILY HOLDINGS, INC., this 27 day of JULY, 2000.


Ronald A. Verblauw, Incorporator

**CONSENT OF REGISTERED AGENT
OF
VERBLAUW FAMILY HOLDINGS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 28 PM 3:21

The undersigned, WILLIAM A. SNYDER, whose business address is 7931 SW 45th Street, Davie, Florida 33328-3099 hereby accepts appointment as the initial registered agent of **VERBLAUW FAMILY HOLDINGS, INC.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.



William A. Snyder
Registered Agent