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November 20, 2000

SECRETARY OF STATE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RE: ARTICLES OF INCORPORATION OF
WILLIAM SHANK MANAGEMENT SERVICES, INC.

Dear Sir or Madam:

Enclosed is an original plus copy of the Articles of Incorporation of WILLIAM SHANK MANAGEMENT SERVICES, INC., plus my check no. 2875 in the sum of \$70.00. Please return the copy stamped, along with the certificate, at your earliest convenience.

Thank you for your cooperation in this matter.

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*****70.00 *****70.00

Very truly yours,


EVAN JAY BYER

EJB/ssd

Enc(s).

ja
11/30/00

ARTICLES OF INCORPORATION OF WILLIAM SHANK MANAGEMENT SERVICES, INC.

The undersigned, a subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation pursuant to the laws of the State of Florida.

- ARTICLE I : The name of the corporation shall be : WILLIAM SHANK MANAGEMENT SERVICES, INC.
- ARTICLE II : The corporation shall engage in any activity or business permitted under the laws of the State of Florida. **THE SPECIFIC NATURE OF THE BUSINESS IS TO PROVIDE MANAGEMENT SERVICES.**
- ARTICLE III : The corporation shall be organized to have a maximum of 1000 shares of stock outstanding. The shares shall have a par value of \$1.00 (one dollar) per share.
- ARTICLE IV : The name of the resident agent and address of the registered office and principal office are: WILLIAM SHANK 3530 MYSTIC POINT DRIVE #615 AVENTURA, FLORIDA 33160.
- ARTICLE V : The corporation shall have one director. The number of directors may be increased from time to time by by-laws adopted by the shareholders.
- ARTICLE VI : The amount of capital with which the corporation shall commence business shall be not less than five hundred dollars.
- ARTICLE VII : The corporation shall exist perpetually.
- ARTICLE VIII : The name and address of the first board of directors is: WILLIAM SHANK 3530 MYSTIC POINT DRIVE #615 AVENTURA, FLORIDA 33160.
- ARTICLE IX : The name and address of the subscriber to these Articles of Incorporation and the number of shares he/she has agreed to take is: WILLIAM SHANK 3530 MYSTIC POINT DRIVE #615 AVENTURA, FLORIDA 33160 500 shares.
- ARTICLE X : These Articles of Incorporation may be amended in any manner provided by law.

SUBSCRIBER

STATE OF FLORIDA COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared WILLIAM SHANK, who is/are personally known to me or who has/have produced as identification and did take an oath, and who executed the foregoing Articles of Incorporation for the purposes therein.

NOTARY PUBLIC

Printed name:

My commission expires:

DESIGNATION OF REGISTERED AGENT

OFFICIAL NOTARY SEAL

EVAN JAY BYER

NOTARY PUBLIC, STATE OF FLORIDA

COMMISSION NO. CC727994

MY COMMISSION EXPIRES APR. 20, 2002

WILLIAM SHANK MANAGEMENT SERVICES, INC., a corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, has named WILLIAM SHANK, situate at 3530 MYSTIC POINT DRIVE #615 AVENTURA, FLORIDA 33160, as its agent to accept service of process.

CORPORATE OFFICER TITLE DATE

I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as Resident Agent.

RESIDENT AGENT

DATE