

# PO1000020758



ACCOUNT NO. : 072100000032

REFERENCE : 050881 7160058

AUTHORIZATION :

COST LIMIT : \$70.00

*Patricia Pizeto*

ORDER DATE : February 26, 2001

ORDER TIME : 2:17 PM

ORDER NO. : 050881-005

CUSTOMER NO: 7160058

3000003769233--9

CUSTOMER: Joanne Capuano, Legal Asst  
David J. Wiener, P.A.

2401 PGA Boulevard  
Suite 280  
West Palm Beach, FL 33410

DOMESTIC FILING

NAME: STERLING NASC HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 1130

EXAMINER'S INITIALS:

FILED  
2001 FEB 26 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
01 FEB 26 PM 12:46  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

FILED

2001 FEB 26 PM 4:50

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

STERLING NASC HOLDINGS, 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:

STERLING NASC HOLDINGS, INC.

The address of the principal office of this corporation shall be 2401 PGA Boulevard, Suite 280, Palm Beach Gardens, Florida 33410, 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 1,000 shares of common stock having \$1.00 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 three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

|                    |                                   |
|--------------------|-----------------------------------|
| John W. S. Preston | 2401 PGA Boulevard, Suite 280     |
| Director           | Palm Beach Gardens, Florida 33410 |

|             |                           |
|-------------|---------------------------|
| David Kosoy | 209 Phipps Plaza          |
| Director    | Palm Beach, Florida 33480 |

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2001 FEB 26 PM 4:50

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VII. INCORPORATOR

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

Corporation Service Company  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these  
Articles of Incorporation on February 26, 2001.

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap  
Incorporator

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.

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap  
Authorized Service Representative

jxm