000053776 DONIA ADAMS ROBERTS

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SECRETARY OF STATE TALLAHASSEE FLORIDA

May 21, 2001



Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Incorporation of David Kirschner, Inc.

Dear Sir/Madam:

Enclosed herewith, please find the Articles of Incorporation and a check in the amount of \$78.75, which represents the filing fee and Registered Agent Designation Fee. Also enclosed is one copy of said Articles of Incorporation to be returned to me after filing in the self-addressed, stamped envelope I have provided for your convenience.

Should you have any questions or concerns regarding the above, do not hesitate to contact our office.

Very Truly Yours,

Jessica L. Otto Legal Assistant

Enclosures

D. WHITE MAY 3 1 2001

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

DAVID KIRSCHNER, INC.

The undersigned, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation shall be:

DAVID KIRSCHNER, INC.

The address of the principal office of this corporation shall be 6501 W. Minuteman Street, Homosassa, Florida 34448, and the mailing address shall be Post Office Box 1507, Clewiston, Florida 33440-1507.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting 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 100 shares of common stock having \$1 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 6501 W. Minuteman Street, Homosassa, Florida 34448, and the name of the initial registered agent of the Corporation at the address shall be David Kirschner.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

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 one (1) Director initially. The name and street address of the initial members of the Board of Directors are:

David Kirschner Post Office Box 1507 Clewiston, Florida 33440

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

> David Kirschner President Post Office Box 1507 Clewiston, Florid 33440

David Kirschner Vice President Post Office Box 1507 Clewiston, Florida 33440

Joni Kirschner Secretary 6501 W. Minuteman Street Homosassa, Florida 34448

Joni Kirschner Treasurer 6501 W. Minuteman Street Homosassa, Florida 34448

ARTICLE VIII - INCORPORATOR

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

David Kirschner Post Office Box 1507 Clewiston, Florida 33440

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21 day of May, 2001.

DAVID KIRSCHNER INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

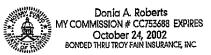
BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared DAVID KIRSCHNER, to me known to be the person herein and who after being duly cautioned and sworn according to law deposed and stated that he executed these Articles of Incorporation for the purposes expressed herein, who produced is personally known to me and who did not take an oath.

NOTARY PUBLIC

DONIA A. ROBERTS

Printed Notary Name

Commission Expires



CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DAVID KIRSCHNER, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation as, **DAVID KIRSCHNER**, **INC.** has named David Kirschner, located at 6501 W. Minuteman Street, Homosassa, Florida 34448, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

DAVID KIRSCHNER REGISTERED AGENT

