

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8876 • 1-800-342-8062 • Fax (850) 222-1222

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Cullen FI, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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☐ Art. of Amend. File _____
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DIVISION OF CORPORATION

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Name O.K. Per Bobby

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

AUG - 2 2001

**ARTICLES OF INCORPORATION
OF
CULLEN FL, INC.**

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ARTICLE I. - NAME

The name of the Corporation is **Cullen FL, Inc.** (hereinafter called the "Corporation").

ARTICLE II. - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, at no par value per share.

ARTICLE III. - MAILING ADDRESS

The current mailing address of the principal place of business of the Corporation is 7888 Sonoma Springs Circle, Apt. 104, Lake Worth, Florida 33463.

ARTICLE IV. - PURPOSE

The Corporation is organized for the purpose of engaging in any business or enterprise permitted by law.

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 directors. The number of directors within these limits may be increased or decreased from time to time as provided in the By-Laws of the Corporation. The name of the initial Directors of the Corporation are:

Thomas J. Cullen
Susan M. Cullen

ARTICLE VI. - REGISTERED OFFICE and INITIAL REGISTERED AGENT

The name of the initial registered agent of the Corporation is John Harrison Hough, whose business address is 249 Royal Palm Way, Suite 403, Palm Beach, Florida 33480.

ARTICLE VII. - INCORPORATOR

The name and address of the incorporator of the Corporation is John Harrison Hough, 249 Royal Palm Way, Suite 403, Palm Beach, Florida 33480.

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 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 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 By-laws 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.

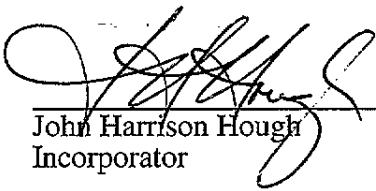
ARTICLE X. - BY-LAWS

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

ARTICLE XI. - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

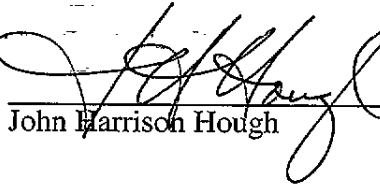
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 31st day of July, 2001.



John Harrison Hough
Incorporator

**CONSENT OF REGISTERED AGENT
OF
CULLEN FL, INC.**

The undersigned, John Harrison Hough, whose business address is 249 Royal Palm Way, Suite 403, Palm Beach, Florida 33480, hereby accepts appointment as the initial registered agent of **Cullen FL, Inc.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.



John Harrison Hough

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