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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : ROGERS, BOWERS, DEMPSEY AND PALADINO
Account Number : I20010000034
Phone : (561) 655-8980
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FLORIDA PROFIT CORPORATION OR P.A.

REPROBATE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

REPROBATE, INC.

ARTICLE I - NAME

The name of this corporation is REPROBATE, INC.

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ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is 505 South Flagler Drive, Suite 1330,
West Palm Beach, Florida 33401.

ARTICLE III - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed
with the Secretary of State's office.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for
which corporations may be organized under the Florida General Corporation Law.

ARTICLE V - CAPITAL STOCK

The Corporation shall have the authority to issue one hundred (100) shares of common
stock having a par value of one dollar (\$1.00) per share.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that address is W. GLENN DEMPSEY.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

JAMES M. DEMPSEY
2329 West Drive
West Palm Beach, Florida 33409

W. GLENN DEMPSEY
505 South Flagler Drive
Suite 1330
West Palm Beach, Florida 33401

PETER HILL
1737 Woodland Avenue
West Palm Beach, Florida 33415

SCOTT ROETTGER
1005 Beech Road
West Palm Beach, Florida 33409

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ARTICLE VIII - OFFICERS

The following person shall serve as the officer of this corporation from its inception, and until his successor is duly elected and qualified:

<u>Name</u>	<u>Title</u>
JAMES M. DEMPSEY	President
PETER HILL	Vice President
W. GLENN DEMPSEY	Treasurer
SCOTT ROETTGER	Secretary

ARTICLE IX - INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation is:

W. GLENN DEMPSEY
505 South Flagler Drive
Suite 1330
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of November, 2001.



W. GLENN DEMPSEY

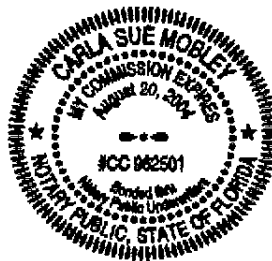
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STATE OF FLORIDA }
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 28th day of November, 2001,
by W. GLENN DEMPSEY, who is either personally known to me or who has produced his drivers
license as identification.

Carla Sue Mobley
Notary Public State of Florida

My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, REPROBATE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of West Palm Beach, County of Palm Beach, State of Florida, has named W. GLENN DEMPSEY, whose address is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: November 28, 2001



W. GLENN DEMPSEY

WGD/Doc2001/Reprobate, Inc. - Articles of Incorporation

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