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Division of Corporations  
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To:

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From:

Account Name : ROGERS, BOWERS, DEMPSEY AND PALADINO  
Account Number : I20010000034  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

REPROBATE, INC.

Certificate of Status	0
Certified Copy	1
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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.

H01000117433 2

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

H01000117433 2

**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:

Name	Title
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 25<sup>th</sup> day of November, 2001.

  
\_\_\_\_\_  
W. GLENN DEMPSEY

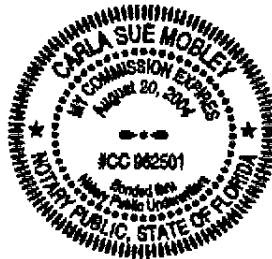
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STATE OF FLORIDA )  
 )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 28<sup>th</sup> 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:



H01000117433 2

**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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