

JOHN BODENSIEK

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TRANSMITTAL LETTER

February 7, 2002

Department of State
Division of Corporations
State of Florida
P.O. Box #6327
Tallahassee, FL 32314

RECEIVED
02 FEB -7 PM 2:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: **BODENSIEK / CEPEDA & ASSOCIATES, INC.**

Dear Sir/Madam:

Enclosed please find the original and two (2) copies of:

Articles of Incorporation of
BODENSIEK / CEPEDA & ASSOCIATES, INC.

for incorporation in the State of Florida. Also, enclosed is a money order payable to Florida Department of State in the sum of \$78.75, which covers the filing fee and certification of one of the above copies for our records.

Sincerely,


John Bodensiek

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APPROVED
AND
FILED
02 FEB -7 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB:ahb

Enc.

cc: Omar Cepeda
Ames Bennett



**ARTICLES OF INCORPORATION
OF
BODENSIEK / CEPEDA & ASSOCIATES, INC.**

APPROVED
AND
FILED
02 FEB -7 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be BODENSIEK / CEPEDA & ASSOCIATES, INC.

ARTICLE II. PRINCIPAL OFFICE

The address of this corporation's principal office shall be:

230 Royal Palm Way, Suite 301
Palm Beach, FL 33480

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Secretary of State. This corporation's duration shall be perpetual.

ARTICLE IV. NATURE OF BUSINESS

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common stock, each share having a par value of \$1.00.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of members on this corporation's Initial Board of Directors shall be three. The number of

directors may be increased or decreased from time to time as provided in this corporations's Bylaws, but shall never be less than one.

The name of each individual who shall serve as a member of the Initial Board of Directors are:

AMES BENNETT
JOHN BODENSIEK
OMAR CEPEDA

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SECRETARY OF STATE

ARTICLE VII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

JOHN BODENSIEK
6200 Serene Run
Lake Worth, FL 33467

ARTICLE VIII. REGISTERED AGENT

The name and address of the individual who shall serve as this corporation's registered agent is:

JOHN BODENSIEK
6200 Serene Run
Lake Worth, FL 33467

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Article of Incorporation or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


JOHN BODENSIEK - Registered Agent and Incorporator