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Holland & Knight LLP  
Requester's Name  
315 So. Calhoun Street  
Address  
425-5675  
City/State/Zip Phone #

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02 AUG 30 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CSS Emerald Assoc. Inc.  
(Corporation Name) (Document #)  
2. \_\_\_\_\_  
(Corporation Name) (Document #)  
3. \_\_\_\_\_  
(Corporation Name) (Document #)  
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS

☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

OTHER FILINGS

☐ Annual Report  
☐ Fictitious Name

AMENDMENTS

☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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Examiner's Initials

mu 8/30

# ARTICLES OF INCORPORATION

OF

## CSS EMERALD ASSOCIATES, INC., A Florida Corporation

The undersigned, acting as incorporator of **CSS EMERALD ASSOCIATES, INC.**, a Florida corporation, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

### ARTICLE I. NAME

The name of the corporation is **CSS EMERALD ASSOCIATES, INC.**

### ARTICLE II. ADDRESS

The mailing address and principal office address of the corporation is:

5007 Southwest 167th Avenue  
Miramar, Florida 33027

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### ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

### ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, FL 33131 and the name of the corporation's initial registered agent at that address is Lynn C. Washington.

## **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have at least one director. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one.

## **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Lynn C. Washington	701 Brickell Avenue, Suite 3100 Miami, Florida 33131

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.


## **ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## **ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 29th day of August, 2002.

  
LYNN C. WASHINGTON  
Incorporator

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


*Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:*

That **CSS EMERALD ASSOCIATES, INC.**, a Florida corporation, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Avenue, Suite 3000, Miami, FL 33131 has named Lynn C. Washington as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

August 29, 2002  
Date

  
**LYNN C. WASHINGTON**  
*Registered Agent*

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