

# PA3000083409

Florida Department of State  
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To:

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

From:

Account Name : HODGSON RUSS LLP  
Account Number : 072720000242  
Phone : (561)394-0500  
Fax Number : (561)394-3862

03 JUL 30 AM 9:10  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FLORIDA PROFIT CORPORATION OR P.A.**

**American Member Corp.**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
AMERICAN MEMBER CORP.

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ARTICLE 1

NAME

The name of this Corporation is AMERICAN MEMBER CORP. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation shall be 12514 West Atlantic Blvd., Coral Springs, Florida 33071.

ARTICLE 3

MAILING ADDRESS

The initial mailing address of this Corporation shall be 12514 West Atlantic Blvd., Coral Springs, Florida 33071.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

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## ARTICLE 5

SHARES

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) Common shares, with having \$0.001 par value per share, which Common shares, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

## ARTICLE 6

DIRECTORS

The number of directors constituting the initial Board of Directors is (1) and the name and address of the individual who is to serve as the initial director are:

Barry J. Spiegel

12514 W. Atlantic Blvd.  
Coral Springs, Florida 33071

## ARTICLE 7

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

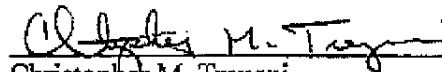
The street address of the initial registered office of this Corporation is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that office is HRAWG CORP.

## ARTICLE 7

INCORPORATOR

The name and address of the Incorporator is Christopher M. Trapani, c/o Hodgson Russ LLP, 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431.

The undersigned has executed these Articles of Incorporation this 30th day of July, 2003.



Christopher M. Trapani,  
Incorporator

CERTIFICATE OF  
DESIGNATION OF REGISTERED AGENT  
FOR  
AMERICAN MEMBER CORP.

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Having been appointed as Registered Agent to accept service of process for the above-stated Corporation, at the place designated in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and hereby agrees to act in this capacity. Further, the undersigned agrees to comply with the provisions of all statutes relative to the proper and complete performance of all duties and the undersigned is familiar with and accepts the obligations of such position.

HRAWG CORP.

By: Larry Corman

Name: Larry Corman

Title: President

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