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FLORIDA PROFIT CORPORATION OR P.A.

SUNCOAST HOLDING OF MIAMI, INC.

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ARTICLES OF INCORPORATION

OF

SUNCOAST HOLDING OF MIAMI, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Suncoast Holding of Miami, Inc.

EFFECTIVE DATE

2. <u>Principal Office and Mailing Address</u>. The address of the principal office and the mailing address of the Corporation is:

11351 Alligator Trail Lake Worth, Florida 33467

- 3. Authorized Shares. The Corporation is authorized to issue 100 shares of common stock having a par value of \$0.01 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.
- 4. <u>Bylaws</u>. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.
- 5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Betty Miller 11351 Alligator Trail Lake Worth, Florida 33467

NYI-2104950-1

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

6. <u>Incorporator.</u> The name and address of the incorporator of the Corporation is:

Betty Miller 11351 Alligator Trail Lake Worth, Florida 33467

7. <u>Effective Date.</u> The existence of the Corporation shall commence at the open of the business on December 18, 2003.

Dated this 17th day of December, 2003.

Betty Miller

incorporator and Registered Agent