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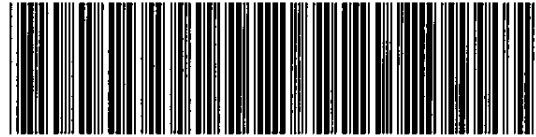
(Business Entity Name)

(Document Number)

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08 JAN 14 AM 11:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight JAN 15 2008

**PADEREWSKI, DANNHEISSER & FLAHERTY, P.A.**

ATTORNEYS AT LAW

ALEXANDER G. PADEREWSKI  
B. V. DANNHEISSER, III  
MARK T. FLAHERTY

1834 MAIN STREET  
SARASOTA, FLORIDA 34236  
(941) 365-7600  
FAX (941) 366-6324

PERSONAL INJURY & WRONGFUL DEATH  
WORKERS' COMPENSATION  
FAMILY LAW • CRIMINAL LAW  
GENERAL PRACTICE

January 11, 2008

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: J. K. Carlyle Associates, Inc.

Dear Sir:

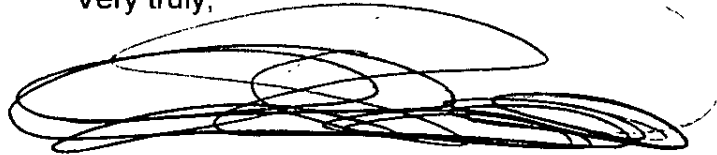
Please find enclosed an original and duplicate of the Articles of Incorporation for the above-captioned profit corporation, together with a check in the amount of \$78.75 to cover the following items:

|                                  |                |
|----------------------------------|----------------|
| Filing Articles of Incorporation | \$ 35.00       |
| Registered Agent Filing Fees     | \$ 35.00       |
| Certified Copies of Articles     | <u>\$ 8.75</u> |
| Total                            | \$ 78.75       |

Please register said corporation and return proof of registration to me at the above address, together with the certified copies of the Articles. Thank you for your prompt attention to this matter.

Thank you for your cooperation.

Very truly,



ALEXANDER G. PADEREWSKI

AGP/djl  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
J. K. CARLYLE ASSOCIATES, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 JAN 14 4:11:28

APPROVED  
AND  
FILED

**ARTICLE I - NAME**

The name of the corporation shall be J. K. CARLYLE ASSOCIATES, INC. The mailing address for the corporation is 535 Sanctuary Drive, C-408, Longboat Key, Florida 34228.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - PURPOSE**

This corporation is organized for the following purposes: to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description for the purpose of transacting any or all legal business, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par

value common stock which shall be designated "Common Shares."

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this corporation is Alexander G. Paderewski, and his address is 1834 Main Street, Sarasota, Florida 34236.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by-laws but shall never be less than one. the name and address of the initial directors of this corporation are:

| <b><u>NAME</u></b> | <b><u>ADDRESS</u></b>                                  |
|--------------------|--------------------------------------------------------|
| Joyce J. Kolligian | 535 Sanctuary Drive<br>C-408<br>Longboat Key, FL 34228 |

#### **ARTICLE VII - SUBSCRIBER**

The name and address of the person signing these Articles of Incorporation is:  
Alexander G. Paderewski, 1834 Main Street, Sarasota, Florida 34236.

#### **ARTICLE VIII - TRANSFERABILITY OF SHARES**

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof: and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing

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said shares, and the by-laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

#### **ARTICLE IX TRANSACTION WITH INTERESTED DIRECTORS OR STOCKHOLDERS**

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

#### **ARTICLE X - REPLACING STOCK CERTIFICATES**

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

#### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in any manner provided by law.

#### **ARTICLE XII - INDEMNIFICATION**

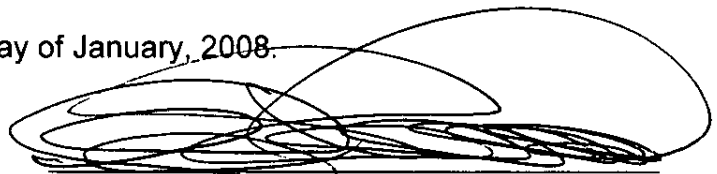
The corporation shall indemnify any Director or Officer or any former Officer or

Director to the full extent permitted by law.

### ARTICLE XIII - DATE OF COMMENCEMENT

The date of commencement of this corporation shall be the date of the filing of these Articles of Incorporation with the Department of State, State of Florida.

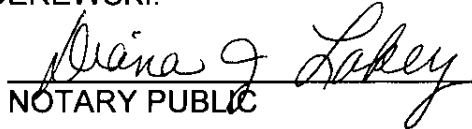
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11<sup>th</sup> day of January, 2008.

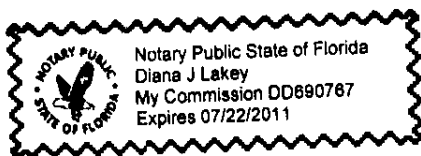


ALEXANDER G. PADEREWSKI  
Subscriber

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of January, 2008, by ALEXANDER G. PADEREWSKI.

  
NOTARY PUBLIC



Printed, Typed or Stamped Name of Notary

Personally known  
or Produced identification

Type of identification produced \_\_\_\_\_

### ACCEPTANCE

Having been named to accept service of process for J. K. CARLYLE ASSOCIATES, INC. at the place indicated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: January 11, 2008

  
ALEXANDER G. PADEREWSKI

APPROVED  
AND  
FILED  
08 JAN 14 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA