

P95000002206

WARWICK, BURNS, SEVERSON & BANISTER, P.A.

LAWYERS

140 ROYAL PALM WAY

P.O. BOX 2735

PALM BEACH, FLORIDA 33480

JOHN H. BANISTER
JOHN L. BURNS
JOHN M. SEVERSON
CHARLES H. WARWICK, III

January 5, 1995

TELEPHONE 659-7770
TELEFAX 659-2220
AREA CODE 407

PLEASE REFER TO:

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

Re: Margot Laing, Inc.

Dear Sir/Madam:

01/09/95 10:07:00
-01/09/95--01076--004
****245.00 ****122.50
300001373903
-01/09/95--01076--005
****122.50 ****122.50

Enclosed please find the original and one copy of Articles of Incorporation for the above-captioned corporation, together with a check in the sum of \$122.50, payable to Florida Secretary of State. Please file the Articles and return a certified copy to the undersigned.

Thanking you in advance, I am

Very truly yours,

Charlene Durgan
Charlene Durgan
Legal Assistant

:cd
Enclosures

JB 1/10/95

FILED
1995 JAN -5 PM 2:03
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MARGOT LAING, INC.

FILED

1995 JAN -9 PM 2:00

TALLAHASSEE, FLORIDA

ARTICLE I

This corporation will be a Subchapter S corporation by the name of MARGOT LAING, INC.

ARTICLE II

The nature of the business is to act to the extent permitted under Florida Statutes, Chapter 607 (1988 as amended), and to engage in every business permitted under the laws of the State of Florida and the United States.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have at any time shall be One Thousand (1,000) shares of common stock of One Dollars (\$1.00) par value per share.

ARTICLE IV

The corporation shall begin business with a capital stock of not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The post office address of the initial principal office of this corporation is 820 Blue Ridge Circle, West Palm Beach, FL 33409 and the name and address of the Registered Agent are: John R. Banister, 140 Royal Palm Way, Suite 205, Palm Beach, FL 33480. Further, the corporation may have such other place of business, both within and without the State of Florida, and in foreign countries as may be necessary or convenient.

ARTICLE VII

The business of this corporation shall be conducted by a board of directors of one or more directors.

ARTICLE VIII

The name and post office address of the first director of this corporation who shall hold office until the annual meeting of

this corporation to be held in and until her successors are elected and have qualified is:

NAME

ADDRESS

Margot Laing

820 Blue Ridge Circle
West Palm Beach, FL 33409

ARTICLE IX

The name and post office address of the incorporator and subscriber of this Articles of Incorporation is as follows:

NAME

ADDRESS

Margot Laing

820 Blue Ridge Circle
West Palm Beach, FL 33409

ARTICLE X

The name and post office address of the first organizer of this corporation who shall hold office until the organizational meeting of this corporation, and until her successors are elected and have qualified is as follows:

NAME

ADDRESS

Margot Laing

820 Blue Ridge Circle
West Palm Beach, FL 33409

ARTICLE XI

Special provisions for the regulation in government for this corporation are:

SECTION 1. The annual meeting of the stockholders and board of directors of this corporation shall be fixed by the bylaws.

SECTION 2. Any meeting of the stockholders and board of directors may be held either within or without the State of Florida.

SECTION 3. The officers of this corporation shall be a president, secretary and treasurer, and such other offices as the board of directors may deem necessary. Any one person may hold two of said offices.

SECTION 4. The bylaws of this corporation shall be made by the board of directors and may be amended by the board of directors.

ARTICLE XII

The original incorporator of this corporation shall have the rights to and may, after the organization of same, assign and deliver their subscriptions of stock herein to any other person who may hereinafter become subscribers to the stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all the rights, liabilities, and other duties entailed by said subscription subject to the laws of the State of Florida and the execution of this power.

ARTICLE XIII

Only fifty-one percent of the shares entitled to vote represented by person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLES XIV

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of December, 1994.


MARGOT LAING, Incorporator

STATE OF FLORIDA)
SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared
MARGOT LAING and to me personally known to be the person who
executed the foregoing Articles of Incorporation, and she
acknowledged to and before me that she executed such instrument.
An oath was taken.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 28th day of December, 1994.

My Commission Expires:



JOHN R. BANISTER
NOTARY PUBLIC
STATE OF FLORIDA
Commission #0030876
Expires Jan 22, 1998

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

Pursuant to Chapter 48.091, Florida Statutes, 1988, the
following is submitted in compliance with said act:

FIRST that MARGOT LAING, INC. is a corporation organized under
the laws of the State of Florida, with its principal offices at 820
Blue Ridge Circle, West Palm Beach, FL 33409 and has named John R.
Banister, 140 Royal Palm Way, Suite 205, Palm Beach, FL 33480 as
its registered agent, to accept service within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation at the place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said act to keeping open said office.

JOHN R. BANISTER
Registered Agent

FILED
ESS-01-9 12:20
TALLAHASSEE, FLORIDA