

**McClaskey
&
Farr**

Attorneys and Counselors
at Law

January 4, 1995

1550 Madruga Avenue
Suite 120
Coral Gables, Florida 33146

Area Code 305
604-0600

Fax
204-0186

Robert M. McClaskey, Jr.
Neal E. Farr

Paralegals
Nancy Justice
Alleen Conklin

A Partnership of
Professional Associations

FEDERAL EXPRESS

Secretary of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, FL 32301

RE: ARTICLES OF INCORPORATION
J. HERRMAN-ASSOCIATES, INC.
JAN HERRMAN ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed please find an original and a copy of the above referenced
for J. Herrmann-Associates, Inc., and a check in the amount of
\$122.50. Jan Herrmann Associates, Inc.

Please return a certified copy of the Articles to our office in the
enclosed Federal Express envelope. If you have any questions,
please call our office. Thank you.

Very truly yours,

McCLASKEY & FARR

Robert M. McClaskey Jr/mq.

ROBERT M. McCLASKEY, JR.

RMM/mq

Enclosures

AUTHORIZATION: BY PHONE TO

CORP. Name

DATE 1-11-95

DOC EXAM *Louis Brown*

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TALLAHASSEE, FLORIDA

BROWN JAN 11 1995

ARTICLES OF INCORPORATION

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

JAN HERRMANN ASSOCIATES, INC.
The name of the corporation is ~~J. HERRMANN ASSOCIATES, INC.~~

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

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

ARTICLE IV

The existence of the corporation is perpetual. The principal place of business of the corporation is: 17621 S.W. 93 Avenue, Miami, Florida 33157.

ARTICLE V

The street address of the initial registered office of the corporation is 17621 S.W. 93 Avenue, Miami, Florida 33157 and the initial registered agent of the corporation at that address is Janet C. Herrmann.

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STATE
TALLAHASSEE, FLORIDA

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VI

The name(s) and address(es) of the member(s) of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until his/her/their successor(s) is/are elected and qualified is/are:

DIRECTOR

ADDRESS

Janet C. Herrmann

17621 S.W. 93 Avenue
Miami, Florida 33157

ARTICLE VII

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE IX

The name and address of the person signing these Articles is:

Janet C. Herrmann
17621 S.W. 93 Avenue
Miami, Florida 33157

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders meeting by the affirmative vote of the holders of two-third (2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XI

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

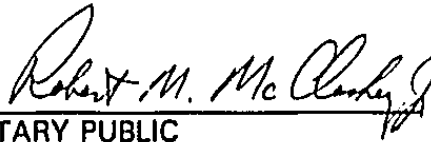
EXECUTED this 5 day of January, 1995.


JANET C. HERMANN

STATE OF)
) S.S.
COUNTY OF)

BEFORE ME, the undersigned authority, personally appeared Janet C. Herrmann to me known to be the person who subscribed to the foregoing Articles of JAN HERRMANN ASSOCIATES, INC. Incorporation of J-HERRMANN-ASSOCIATES, INC. and she acknowledged that she did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal this 5 day of January, 1995.


NOTARY PUBLIC
ROBERT M. McCLASKEY, JR.
Notary Public, State of Florida
My Comm. Exp. April 7, 1997
Comm. #CC267816

S E A L

My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND
REGISTERED OFFICE**

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TALLAHASSEE, FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

JAN HERRMANN ASSOCIATES, INC.
~~J. HERRMANN ASSOCIATES, INC.~~ desiring to organize under the laws of the State of Florida, hereby designates Janet C. Herrmann as its registered agent and 17621 S.W. 93 Avenue, Miami, Florida 33157 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.


JANET C. HERRMANN