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2/07/95

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BENNARDI & COMPANY INC.

FAX AUDIT NUMBER: H95000001546

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/07/1995

TIME REQUESTED: 12:34:15

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CERTIFICATE

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Articles of Incorporation
of
Bennardi & Company Inc.

Article I. Name

The name of this Florida corporation is Bennardi & Company Inc.

Article II. Address

The mailing address of the Corporation is:

Bennardi & Company Inc.
3563 SW Corporate Parkway
Palm City, FL 34990

Article III. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value zero per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Joseph M. Bennardi
3563 SW Corporate Parkway
Palm City, FL 34990

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's

Joseph M. Bennardi
3563 SW Corporate Parkway
Palm City, FL 34990

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Board of Directors is:

Joseph M. Bennardi
Robert W. Butschke

Article VI. Incorporator

The name and address of the incorporator is:

Joseph M. Bennardi
3563 SW Corporate Parkway
Palm City, FL 34990

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of February 8, 1995.

The undersigned incorporator executed these Articles of Incorporation on the date first set forth below.



Joseph M. Bennardi

Date 2/7 1995

Joseph M. Bennardi
3563 SW Corporate Parkway
Palm City, FL 34990

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Bennardi & Company Inc.

REGISTERED AGENT:
Joseph M. Bennardi
3563 SW Corporate Parkway
Palm City, FL 34990

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



DATE 2/7 1995

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PALM BEACH, FLORIDA

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