

EXAMINER'S INITIALS:

PLAIN STAMPED COPY

CONTACT PERSON: Danny G. Smith

CERTIFICATE OF GOOD STANDING

7-95 02/A

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ARTICLES OF INCORPORATION OF

AVONDALE ASSOCIATES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AVONDALE ASSOCIATES, INC.

The address of the principal office of this corporation shall be 632 South State Road 7, Margate, Florida 33068, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc. 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on March 7, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Color Color Its Agent, Gail Shelby

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

Its Agent, Gail Shelby

DGS/dgs

P950000/849/ MARC A. BENEZRA, P. A.

WS I NORTH-FAST 167% STREET SUITE 204 NORTH MAM BEACH, FLORIDA 33162

> TELEPHONE (305) 770-4100 TELEPAK (305) 653-8101

MARC A. BEN-EZRA ABBY SCHIFF OF COUNTRL MORTON J. PERLIN

MANEONL ELAINE B. BOKOL

June 20, 1995

400001522784 -06/26/95--01026--015 *****35.00

Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314-6327

Re: Avondale Associates, Inc.

Dear Sir/Medam:

Enclosed please find Articles of Amendment to the Articles of Incorporation for Avondale Associates, Inc., and our check for \$35.00. Please file this document among your records and send us confirmation.

Very truly yours,

Marc Bon-Para

MBZ/db

Amerel 10/29

ARTICLES OF AMENDMENT

SECRETARY OF STATE DIVISION OF CORPORATIONS

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95 JUN 23 AM 9: 03

ARTICLES OF INCORPORATION OF AVONDALE ASSOCIATES. INC.

THIS ARTICLES OF AMENDMENT of Articles of Incorporation of AVONDALE ASSOCIATES, INC., is executed and shall be effective as of the 15 day of June, 1995.

Pursuant to Chapter 607 of the Florida Statutes, DENNIS STEWART, as the sole Officer, Director and Shareholder of AVON-DALE ASSOCIATES, INC., hereby files this Articles of Amendment of Articles of Incorporation of AVONDALE ASSOCIATES, INC. and states as follows:

 The Officers and Directors of AVONDALE ASSOCIATES, INC. are as follows:

DENNIS STEWART, President, Secretary

DENNIS STEWART , Sole Director

2. All other provisions of the Articles of Incorporation filed with the Secretary of State shall remain unchanged and in full force and effect.

DENNIS STEWART

President, Secretary, sole Director

and sole Shareholder

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME the undersigned authority personally appeared DENNIS STEWART, as President, Secretary, sole Director and sole Shareholder of AVONDALE ASSOCIATES, INC., a Florida corporation, who is personally known to me and who acknowledged that he executed the foregoing as his own voluntary act and deed for the purposes expressed therein.

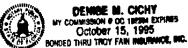
WITNESS MY HAND AND SEAL this 15

day of June

./1995.

NOTARY PUBLIC

Commission Exp: crystel/pls



P950000/849/ STEWART & ASSOCIATES

P.O. BOX 100099 FT. LAUDERDALE, FL 33310-0099 TELEPHONE (954) 739-3363 TELEFAX (954) 739-1336

August 21, 1996

7000001925727 -08/22/95--01062--011 *****35.00 ****35.00

Secretary of State Attention: Division of Corporation

Re: Avondale Associates, Inc.

Dear Sir/Madam:

With this letter I am enclosing an original and two (2) copies of a Notice of Resignation for Dennis Stewart as an Officer and Director. Once the Notice of Resignation has been filed with your office, please return a conformed copy to our office.

Also enclosed is a check for \$35.00 representing the filing fee.

Should you have any questions, please contact the undersigned at 954-777-5142.

Sincerely yours,

STEWART & ASSOCIATES

DENNIS STEWART

DS/pls crystal/pls

96 AUG 22 PH 2 44
SECRETARIOS STATE
TALLAHASSEE, FLORIDA

NOTICE OF RESIGNATION

COMES NOW, the undersigned, DENNIS STEWART, and hereby files this Notice of Resignation of the following corporation, which resignation shall be effective as of the day of June, 1995:

As of that date, the undersigned shall resign as an Officer and Director of AVONDALE ASSOCIATES, INC., which resignation shall be effective as of said date.

This Notice of Resignation has been executed as of the day and year first appearing above.

DENNIE STEWART

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME the undersigned authority personally appeared DENNIS STEWART, who is personally known to me and who acknowledged that he executed the foregoing as his own voluntary act and deed for the purposes expressed herein.

WITNESS my hand and official seal this day of June, 1995.

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NOTARY PUBL

Commission Exp:

crystal/d-stewart\res\pls