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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (904) 922-4000 FAX: (305) 541-3770

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NAME: DANA TURKEN, C.P.A., P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DANA TURKEN, C.P.A., P.A.
REF: W9500004993

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Loria Poole
Corporate Specialist

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

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TO

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 7, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DANA TURKEN, C.P.A., P.A.
REF: W9500004993

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

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

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ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DANA TURKEN, C.P.A., P.A.

3-6-95

THE UNDERSIGNED incorporator, for purposes of forming a professional service corporation under Chapter 621 of the Florida Statutes hereby adopts the following Articles of Incorporation:

- FIRST: The name of the corporation is DANA TURKEN, C.P.A., P.A. (the "Corporation").
- SECOND: The principal office and mailing address of the Corporation is 108 4th Terrace, Dillido Island, Miami Beach, Florida 33139.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share. Shares of the Corporation's stock shall be issued only to certified public accountants in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the corporation.
- FOURTH: The street address of the initial registered office of the Corporation is: 200 S. Biscayne Boulevard, 33rd Floor, Miami, Florida 33131, and the registered agent at that address is: Robert W. Turken.
- FIFTH: The name and address of the incorporator of the Corporation is: Dana Turken, 108 4th Terrace, Dillido Island, Miami Beach, Florida 33139.
- SIXTH: The Corporation is organized for the purpose of engaging in the practice of accounting in the State of Florida, and all its fields of specialization as engaged in by certified public accountants pursuant to Chapter 621 of the Florida Statutes. The Corporation shall engage and render the professional services involved only through its officers, agents and employees who shall be accountants in good standing, licensed or otherwise legally authorized within the State of Florida to render the same professional service as the Corporation.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws of the Corporation but shall never be less than one. The name and address of the initial director of the Corporation is: Dana Turken, 108 4th Terrace, Dillido Island, Miami Beach, Florida 33139.

Jonathan E. Minsker
FL. Bar # 0038120
200 S. Biscayne Blvd.
33rd Floor
Miami, FL 33135
(205) 358.9900

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EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on March 6, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 6th day of March, 1995.

Dana Turken
Dana Turken, Incorporator

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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 807.0505 of the Florida Business Corporation Act.


Robert W. Turken

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TALLAHASSEE, FLORIDA

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