CORPORATION INFORMATION STRUCES, INC. 1201 HAVE STRUCE TALLAHASSET, FL 32 (01 904-222-917) 904-222-0193 FAX

P95000 018822

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MAIL TO: P.O. Box 5828 TALIAHASSIE, FL 32314

ACCOUNT NO. : 072100000032

AUTHORIZATION COST LIMIT: 9 122.500

ORDER DATE: March 8, 1995

ORDER TIME : 9:42 AM

ORDER NO. 1 555065

CUSTOMER NO: 4134B

CUSTOMER: Ma. Helen Brock Ford

BROAD AND CASSEL

Suite 1100

390 N. Orange Avenue Orlando, FL 32801

DOMESTIC FILING

NAME:

CED, INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

3-8-95 02/A

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ARTICLES OF INCORPORATION

OF

CED, INC.



ARTICLE 1 - NAME

The name of this corporation is CED, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The initial mailing address of the corporation is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

B&C Corporate Services of Central Florida, Inc.

390 North Orange Avenue Suite 1100 Orlando, Florida 32801

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and street address of the sole member of this corporation's initial Board of Directors is as follows:

Alan H. Ginsburg

2200 Lucien Way, Suite 450 Maitland, Florida 32751

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this day of March, 1995.

B&C Corporate Services of Central Florida,

Inc.

Randal M. Alligond by Vice Presiden

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERFO OFFICE

Pursuant to the provisions of Section 607.0501, <u>Florida Statutes</u>, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1. The name of the corporation is CED, INC.
- 2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC. 390 North Orange Avenue Suite 1100 Orlando, Florida 32801 SECTIONS PROPER

CED, INC.

By:

B&C Corporate Services of Central

Florida, Inc.

- //

Randal M. Alligood, Its Vice

President

Title: Incorporator

Dated this Aug of March, 1995.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.

By: Randal M. Alligood, its Vice President

Dated this Lotte day of March, 1995.

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