

LAW OFFICES OF
POTTER, McCLELLAND, MARKS & HEALY, P. A.

WILLIAM C. POTTER
CLIFTON A. McCLELLAND, JR.
DOUGLAS D. MARKS
PATRICK F. HEALY
TIMOTHY M. WILLIAMS

HARRY A. JONES
OF COUNSEL

REPLY TO: MELBOURNE

FIRST UNION BANK BUILDING, SUITE 400
700 SOUTH BABCOCK STREET
Post Office Box 2523
MELBOURNE, FLORIDA 32902-2523

(407) 984-2700

FAX: (407) 729-4092

200 BREVARD AVENUE
COCOA, FLORIDA 32922

(407) 634-5011

March 8, 1995

Division of Corporations
P.O. Box 3327
Tallahassee, Florida 32314

RE: Incorporation of Sample Associates, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced corporation. Also enclosed, please find our check in the amount of \$122.50 which should cover the costs for filing these articles and supplying us with a certified copy of same.

Should you have any questions or comments, please advise.

Very truly yours,

Joyce V. Loosemore
Joyce V. Loosemore,
Legal Assistant to
Timothy M. Williams, Esq.

JMV
enclosures

FILED
95 MAR 13 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR 14 1995

ARTICLES OF INCORPORATION
OF
SAMPLE ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SAMPLE ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7500) shares of common stock, which shall be designated "Common Shares".

ARTICLE V - VOTING RIGHTS

At each election, every holder of the capital stock shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE,
PRINCIPAL OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 500 Veracruz, Indialantic, Florida 32903 and the name of the initial registered agent of this corporation at that address is: JUDITH C. SAMPLE. The principal address of the corporation is: P.O. Box 33555, Indialantic, Florida 32903.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

JUDITH C. SAMPLE
500 Veracruz
Indialantic, FL 32903

ARTICLE IX - INCORPORATORS

The name and address of the incorporator of the corporation is:

JUDITH C. SAMPLE
500 Veracruz
Indialantic, FL 32903

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty-One percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts set forth opposite their names:

JUDITH C. SAMPLE	100 shares
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such

shares are first offered to the remaining shareholders or to this corporation.

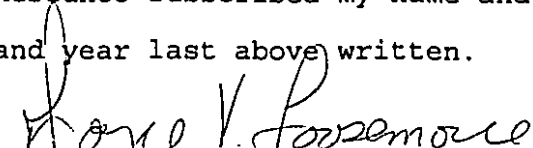
IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 8th day of March, 1995.


JUDITH C. SAMPLE

STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BE IT KNOWN that on the 8 day of March, 1995, before me, a Notary Public in and for the State of Florida duly commissioned and sworn, dwelling in Brevard County, personally came and appeared JUDITH C. SAMPLE to me personally known or who has produced a driver's license as identification and who did not take an oath.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year last above written.


Notary Public State of Florida
Name: Joyce V. Loosemore
Commission No.: 11393668
Commission Expires: 3/13/95

JOYCE V LOOSEMORE
My Commission CC393668
Expires Mar. 13, 1995
Bonded by HAI
800-422-1555

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

OF

SAMPLE ASSOCIATES, INC.

I understand the duties of and hereby accept appointment as the registered agent of SAMPLE ASSOCIATES, INC., at the initial registered office of the Corporation at 500 Veracruz, Indialantic, FL 32903.

Dated this 8th day of March, 1995.


JUDITH C. SAMPLE

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