

P95000028761

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WEST PALM BEACH, FLORIDA

MILWAUKEE, WISCONSIN  
CHICAGO, ILLINOIS  
WASHINGTON, D.C.  
ANNAPOLIS, MARYLAND

April 11, 1995

VIA HAND DELIVERY

Department of State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

3000001454673  
-04/12/95--01072--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation of Palmer Johnson Florida Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Palmer Johnson Florida Inc. and a check in the amount of \$122.50 to cover the cost of filing the Articles (\$35.00), appointing a registered agent (\$35.00), and obtaining a certified copy of the Articles (\$52.50).

Also enclosed with this letter is a Consent of Sole Shareholder for F & L Corp., the registered agent of this corporation, which indicates that John A. Sanders is an authorized agent of F & L Corp. entitled to execute the Acceptance of Appointment By Initial Registered Agent on behalf of F & L Corp.

Please deliver the certified copy of the Articles to the courier making this hand delivery.

Thank you for your prompt attention to this matter.

Sincerely,

*Laura O. Hewett*  
Laura O. Hewett

FILED  
95 APR 12 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LRO/sms  
Enclosures

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NANCY HENDRICKS APR 12 1995

**ARTICLES OF INCORPORATION  
OF  
PALMER JOHNSON FLORIDA INC.**

**FILED**

**95 APR 12 PM 12:52**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**THE UNDERSIGNED**, acting as sole incorporator of **PALMER JOHNSON FLORIDA INC.**, under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name**

The name of the corporation shall be **PALMER JOHNSON FLORIDA INC.**

**ARTICLE II**

**Shares**

The number of shares which the corporation shall have authority to issue is One Thousand (1000), consisting of a single class of common stock, One Dollar (\$1.00) par value per share.

**ARTICLE III**

**Principal Office; Mailing Address**

The mailing address and location of the principal office of the corporation is 801 Seabreeze Boulevard, Ft. Lauderdale, Florida 33316.

**ARTICLE IV**

**Initial Registered Office and Agent**

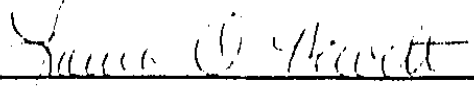
The address of the initial registered office of the corporation is The Greenleaf Building, 200 Laura Street, Jacksonville, Florida 32202-3527, and the initial registered agent at such address is F & L Corp.

**ARTICLE V**

**Incorporator**

The name and address of the sole incorporator of the corporation is: Laura O. Hewett c/o Foley & Lardner, 111 North Orange Avenue, P.O. Box 2193, Orlando, Florida 32802-2193.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 11th day of April, 1995.

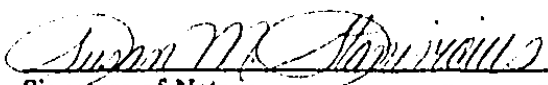
  
\_\_\_\_\_  
Laura O. Hewett, Incorporator

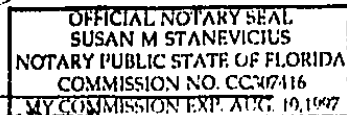
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11th day of April, 1995, by Laura O. Hewett. Such person did not take an oath and: *(notary must check applicable box)*

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

  
\_\_\_\_\_  
Signature of Notary



\_\_\_\_\_  
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): \_\_\_\_\_

My Commission Expires (if not legible on seal): \_\_\_\_\_

**ACCEPTANCE OF APPOINTMENT BY INITIAL  
\_\_\_\_\_REGISTERED AGENT\_\_\_\_\_**

**THE UNDERSIGNED**, having been named in Article IV of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED** this 11<sup>th</sup> day of April, 1995.

**REGISTERED AGENT:**

**F & L CORP.**

By: \_\_\_\_\_

John A. Sanders, Agent

**FILED**  
**95 APR 12 PM 12:52**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

F & L CORP.

Consent of Sole Shareholder

The following resolution is hereby adopted by the undersigned, being the sole shareholder of F & L Corp., a Wisconsin corporation ("Corporation").

RESOLVED, that the following partners of Foley & Lardner are hereby authorized to execute and deliver on behalf of the Corporation all such documents as may be required in connection with the Corporation's serving as registered agent for domestic and foreign corporations and limited partnerships in the State of Florida:

Bernard S. Kubale  
Michael W. Grebe  
Joseph W. Jacobs  
William D. King  
Mitchell W. Legler  
Robert P. Marschall  
David M. Rieth  
John A. Sanders  
Egerton K. van den Berg  
Harry L. Wallace

Dated: June 1, 1993.

FOLEY & LARDNER

By:

Harry L. Wallace  
Harry L. Wallace,  
Administrative Partner