

6/06/95
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

ELECTRONIC FILING COVER SHEET

FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000

CONTACT: JOSEPH MATA

PHONE: (305) 538-9091

FAX: (305) 538-8994

(((H95000006221)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CDPC MANAGEMENT INC.

FAX AUDIT NUMBER: H95000006221

DATE REQUESTED: 06/06/1995

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EFFECTIVE DATE

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Articles of Incorporation
of
CDPC Management Inc

EFFECTIVE DATE

5-31-95

Article I. Name

The name of this Florida corporation is CDPC Management Inc

Article II. Address

The mailing address of the Corporation is:

CDPC Management Inc
7173 Lake Worth Road
Lake Worth, FL 33467

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 I GA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 672-0688

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Paul Copenhaver
Luis Carrazana
Arthur Ronald Peterson
Cynthia Jeanne Donahue

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of May 31, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on May 31, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata, Secretary

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
CDPC Management Inc

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.


Johnny C. Rodriguez, Vice President
By: Joseph P. Mata, as Attorney in Fact

Date: May 31, 1995

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TALLAHASSEE, FLORIDA

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