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ENTRANCE/SELECTION AND RECORDS DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &

DEPARTMENT OF STATE

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STATE OF FLORIDA

2500 SE FINANCIAL CENTER

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MIAMI FL 33131-2336

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CENTRES VENTURES MADISON EAST, INC.

FAX AUDIT NUMBER: H95000006761

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DATE 6/16 TIME 2 p.m.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 19 AM 10:36

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05:53 PM JUN 16 1995

June 19, 1995

RUBIN BAUM LEVIN CONSTANT FRIEDMAN

MIAMI, FL 33131-2336

SUBJECT: CENTRES VENTURES MADISON EAST, INC.
REF: W95000012377

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

**ARTICLES OF INCORPORATION
OF
CENTRES VENTURES MADISON EAST, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CENTRES VENTURES MADISON EAST, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

3315 North 124th Street
Suite E
Brookfield, Wisconsin 53005.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336;

and the name and address of the initial registered agent of this corporation is:

Name

Address

Kendall Sparkman

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336.

This instrument prepared by:
Brien L. Bilzin, Esquire
Florida Bar No. 244252
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
2500 First Union Financial Center (33131-2336)
P.O. Box 019108
Miami, Florida 33101-9109
Telephone: 305-374-7580

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation is:

Name

Kenneth B. Karl

Address

1390 South Dixie Highway
Suite 1304
Coral Gables, Florida 33146.

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Kendall Sparkman

Address

200 South Biscayne Boulevard
Suite 2500
Miami, Florida 33131-2336.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

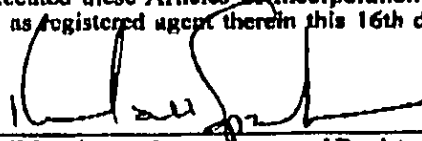
ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 16th day of June, 1995.



Kendall Sparkman, Incorporator and Registered Agent

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