

P95000048708

Kathryn A. Rookes  
5728 Strawberry Lakes Circle  
Lake Worth, Florida 33463  
June 17, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Disclosure Consulting, Inc.

400001516824  
-06/19/95--01072--018  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern:

Enclosed please find an original and a duplicate of the Articles of Incorporation and Designation of Registered Agent form for Disclosure Consulting, Inc.

The original is to be filed in your office and the copy certified and returned to this office in the enclosed self-addressed stamped envelope. Also, enclosed please find a check in the amount of \$122.50 representing the following fees:

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

FILED  
95 JUN 19 AM 10:51

If you have any questions, please contact me.

Sincerely,

Kathryn A. Rookes  
Kathryn A. Rookes

Enclosures  
coverltr.dci

JUN 22 1995

BSA

**ARTICLES OF INCORPORATION  
OF  
DISCLOSURE CONSULTING, INC.**

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TALLAHASSEE, FLORIDA

**Article I  
Name**

The name of the corporation is Disclosure Consulting, Inc.

**Article II  
Duration**

This corporation has a perpetual existence.

**Article III  
Purpose**

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

**Article IV  
Powers**

This corporation has all of the corporate powers enumerated in the Florida Business Corporation Act.

**Article V  
Address**

The principal place of business or mailing address of this corporation is 5728 Strawberry Lakes Circle, Lake Worth, Florida 33463.

**Article VI  
Capital Stock**

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

**Article VII  
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 5728 Strawberry Lakes Circle, Lake Worth, Florida 33463, and the name of the initial registered agent of this corporation at the address is Kathryn A. Rookes.

**Article VIII  
Incorporators**

The name and address of the person signing these Articles is Kathryn A. Rookes, 5728 Strawberry Lakes Circle, Lake Worth, Florida 33463.

**Article IX**  
**Initial Board of Directors**

This corporation will have 2 directors initially. The number of directors may be either increased or decreased by the Bylaws but will never be less than 1. The names and addresses of the initial directors of this corporation are:

Kathryn A. Rookes  
5728 Strawberry Lakes Circle  
Lake Worth, Florida 33463

Colin A. Rookes  
5728 Strawberry Lakes Circle  
Lake Worth, Florida 33463

**Article X**  
**Indemnification**

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically stated in the applicable provisions of the Florida Business Corporation Act, as amended, this corporation will indemnify its officers and directors and may indemnify employees and agents, for all of the liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by the statutory provisions, including advancement of expenses before the final disposition of the proceedings and amounts paid in settlement of these proceedings, both as to action in their official capacity and as to action in another capacity while holding their office. This indemnification is not exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. This indemnification continues for a person who has ceased to be a director, officer, employee or agent, and inures to the benefit of the heirs, executors and administrators of the person, and an adjudication of liability will not affect the right to indemnification for those indemnified.

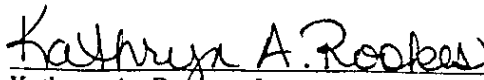
**Article XI**  
**Bylaws**

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the directors.

**Article XII**  
**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to these Articles of Incorporation, and any right conferred upon the shareholder(s) is subject to this provision.

IN WITNESS WHEREOF, the incorporator has signed these Articles of Incorporation this 17th day of June, 1995.

  
Kathryn A. Rookes, Incorporator

regagent.dci  
060295

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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1-777-1111

Under the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent in the State of Florida.

1. The name of the corporation is Disclosure Consulting, Inc.
2. The name and address of the registered agent and office is:

Kathryn A. Rookes  
5728 Strawberry Lakes Circle  
Lake Worth, Florida 33463

SIGNATURE Kathryn A. Rookes  
Kathryn A. Rookes  
TITLE Incorporator  
DATE June 17, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR DISCLOSURE CONSULTING, INC. AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Kathryn A. Rookes  
Kathryn A. Rookes  
DATE June 17, 1995