

JUN -13 1971 11:15 AM FROM: SAUNDERS, EV 11:15 AM 7-750 001
ENTER: TEL: 11:15 AM ID <9>: 11:15 AM 7-750 001
Alt-1 FOR HELP ALST 11:15 AM 7-750 001
6/23/75 FLORIDA DIVISION OF CORPORATIONS 12:55 AM
ON-LINE

((H9500007009))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &
DEPARTMENT OF STATE 200 S BISCAYNE BLVD
STATE OF FLORIDA 2500 SE FINANCIAL CENTER
409 EAST GAINES STREET MIAMI FL 33131-2336302-4610
TALLAHASSEE, FL 32399 CONTACT: KENDALL SPARKMAN
FAX: (904) 922-4000 PHONE: (305) 374-7580

((H95000007009))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WESTON KENDALL CORP.
FAX AUDIT NUMBER: H95000007009 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/23/1995 TIME REQUESTED: 12:35:51
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 075350000132

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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** ENTER 'M' FOR MENU. **
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R.A. accept
W-12507

FAX AUDIT NO. H95-7009



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 8, 1995

KENDALL SPARKMAN
RUBIN BAUM LEVIN, ET AL.
200 S. BISCAYNE BLVD.
MIAMI, FL 33131-2336

The name WESTON KENDALL CORP has been reserved for 120 days beginning June 7, 1995. The reservation number is R95000002543 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Jerri Weinmann

Letter number: 795A00028120

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

FAX AUDIT NO. H95-7009

June 22, 1995

VIA FAX (904-922-4000)

Division of Corporations
Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32301

Re: Weston Kendall Corp./Name Reservation No. R95000002543

Ladies and Gentlemen:

The undersigned hereby assigns all her right, title and interest in, to and under the referenced name reservation to Kendall Sparkman, as incorporator of a Florida corporation of such name.

Very truly yours,

Carolyn M.T. Phillips

Carolyn M.T. Phillips

KS/ts

FAX AUDIT NO. H95-7009



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1995

RUBIN BAUM LEVIN CONSTANT FRFIEDMAN

MIAMI, FL

SUBJECT: WESTON KENDALL CORP.
REF: W95000012907

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000007009
Letter Number: 295A00031019

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

FAX AUDIT NO. HYS. 7009

**ARTICLES OF INCORPORATION
OF
WESTON KENDALL CORP.**

ARTICLE I - NAME

The name of this corporation is WESTON KENDALL CORP.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation is:

2500 First Union Financial Center
Miami, Florida 33131.

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:

1200 South Pine Island Road
Plantation, Florida 33324;

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

Name

Address

CT Corporation System

1200 South Pine Island Road
Plantation, Florida 33324

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.

THIS INSTRUMENT PREPARED BY:

Saul B. Rosenthal, Esquire

Florida Bar No. 981427

RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN

2500 First Union Financial Center (33131-2336)

P.O. Box 919109

Miami, Florida 33161-9109

Telephone: (305) 374-7581

FILED
95 JUN 23 PM 5:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H95- 7009**ARTICLE VII - INCORPORATOR**

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

Name**Address**

Kendall Sparkman

2500 First Union Financial Center
Miami, Florida 33131.

The powers and duties of the incorporator shall terminate upon the appointment of the initial Board of Directors of the corporation.

ARTICLE VIII - 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.

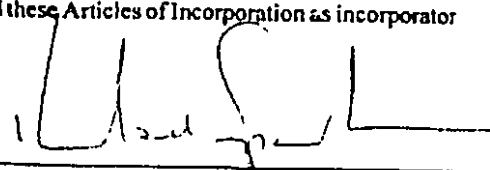
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - 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 this 22nd day of June, 1995.


Kendall Sparkman, Incorporator

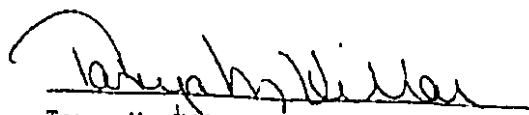
FAX AUDIT H95-7009

ACCEPTANCE OF APPOINTMENT

Pursuant to Section 48.091 and 607.0502, Florida Statutes, the undersigned acknowledges and accepts it's appointment as registered agent of WESTON KENDALL CORP. and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act (1989), relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

DATE: June 22, 199⁵.

C T CORPORATION SYSTEM


Tanya M. Villar
Special Assistant Secretary

FILED
95 JUN 23 PM 5:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H95-7009