LAW OFFICES OF MAYER & SAUERBERG

THE FORUM - TOWER A 1675 PALM BEACH LAKES BOULEVARD SUITE 700 WEST PALM BEACH, FLORIDA 33401

(407) 683-2484 Fax: (407) 684-3142

EARL E. MAYER, JR. * ERIC M. SAUERBERG, P.A. P. TODD KENHEDY, P.A.

* Federal Tax Counsel to the Firm Admitted in Ohio Only, Practice Limited to Matters of Federal Tax Law

July 7, 1995

300001533703 -07/10/95--01070--016 ****122.50 ****122.50

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> CaN B B Investment, Inc.

Dear Sir or Madam:

Enclosed are two (2) original Articles of Incorporation and Registered Agent forms for the captioned corporation.

One (1) original is to be filed in your office and one (1) original is to be certified and returned to this office. Also enclosed is our firm's check in the amount of \$122.50 for:

Receiving, filing and indexing Articles of Incorporation

\$ 35.00

Certified copy of Articles of Incorporation

52.50

Registered Agent Fee

35.00

TOTAL

\$122.50

Secretary of State Division of Corporations July 7, 1995 Page 2

Please telephone me if there is any reason why these requests cannot be met promptly. Thank you for your attention to these matters.

Sincerely,

MAYER & SAUERBERG

P. Todd Kennedy

PTK:rjc Enclosures

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 13, 1995

MAYER & SAUERBERG 1675 PALM BEACH LAKES BOULEVARD STE 700 WEST PALM BEACH, FL 33401

SUBJECT: B & B INVESTMENT, INC.

Ref. Number: W95000014150

We have received your document for B & B INVESTMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6973.

Letter Number: 095A00033792

AMANDA HERRING Document Specialist

LAW OFFICES OF
MAYER & BAUERBERG
THE FORUM - TOWER A
1675 PALM BEACH LAKES BOULEVARD
SUITE 700
WEST PALM BEACH, FLORIDA 33401

(407) 683-2484 FBR: (407) 684-3142

EARL E. MAYER, JR.º ERIC M. SAUERBERG, P.A. P. TODD KENNEDY, P.A.

 Federal Tax Counsel to the Firm Admitted in Ohio Only, Practice Limited to Matters of Federal Tax Law

August 4, 1995

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: B & B Investment, Inc. - Reference No. W95000014150

Dear Sir or Madam:

I am in receipt of your letter number 095A00033792 informing me that the name "B & B Investment, Inc." is unavailable. A copy of your letter number 095A00033792 is attached.

As such, enclosed please find one (1) original and one (1) copy of newly executed Articles of Incorporation for C & N Investment, Inc.

I also enclose a copy of my original letter to you dated July 7, 1995. Please notice that a check in the amount of \$122.50 was enclosed which you have retained pending the changes which have been made by the current enclosures.

It would be greatly appreciated if you would promptly file these Articles of Incorporation and return the copy to me.

Thank you in advance for your prompt help on this matter.

Sincerely,

MAYER & SAUERBERG

1 Ford Us

P. Todd Kennedy

PTK:rjc Enclosures ahner\ltrs\artsosbb2.ltr

ARTICLES OF INCORPORATION OF C & N INVESTMENT, INC.

FILED

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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopt the following Articles of Incorporation:

ARTICLE_ONE

1.01 The name of this corporation is C & N INVESTMENT, INC.

ARTICLE TWO

2.01 The corporation is to have perpetual existence.

ARTICLE_THREE

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 20,000, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE

5.01 The street address of the initial registered office of the corporation is 1080 E. Indiantown Road, Suite 100, Jupiter, Florida 33477, and the name of the initial Registered Agent at that address is NEIL A. AHNER, M.D.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is:

Name

Address

NEIL A. AHNER, M.D.

1080 E. Indiantown Road Suite 100 Jupiter, Florida 33477

ARTICLE SEVEN

7.01 One (1) director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the member of the first Board of Directors is:

Name

Address

NEIL A. AHNER, M.D.

1080 E. Indiantown Road Suite 100 Jupiter, Florida 33477

ARTICLE_EIGHT

8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

9.01 The effective date of this corporation shall be the date upon which these Articles of Incorporation are filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this $\frac{25}{25}$ day of $\frac{1}{2}$, 1995.

NEIL A. AHNER, M.D.

Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 25th day of _______, 1995 by NEIL A. AHNER, M.D., who is personally known to me or who produced the identification indicated above his signature, and who did () or did not () take an oath.

EARL E. MAYER, JR.
COMMISSION # CC 308255
EXPIRES AUG 12, 1997
Bondod Through
HAN INSURANCE SERVICES

Notary Public

Printed Name:
My Commission Expires:
My Commission Number:

ahner\docs\art.inc

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that C & N INVESTMENT, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1080 E. Indiantown Road, Suite 100, Jupiter, Florida 33477.

Second, named NEIL A. AHNER, M.D. located at 1080 E. Indiantown Road, Suite 100, Jupiter, Florida 33477, as its Agent to accept service of process within Florida.

NEIL A. AMNER, M.D.,

Incorporator

DATE: JOLY 25 1995

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.

NEIL A. AHNER, M.D. Registered Agent

DATE: July 25 1995

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