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(((H95000009846))) TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

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SUITE 200 MIAMI FL 33135-STATE OF FLORIDA 409 EAST GAINES STREET TALLAHA88EE, FL 32399 CONTACT: RAY STORMONT

PHONE: (305) 541-3694 FAX: (904) 922-4000

FAX: (305) 841-3770 DOCUMENT TYPE: FLORIDA PROFI FLORIDA PROFIT CORPORATION OR P.A. (((H95000009846)))

NAME: FISHBONE FRED ENTERPRISES, INC.
JMBER: H95000008848 CURRENT STATUS: REQUESTED FAX AUDIT NUMBER: H95000008846 DATE REQUESTED: 09/05/1995

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## ARTICLES OF INCORPORATION 95 SEP -R D' 2 40

PISHBONE FRED ENTERPRISES, INC TALL ADDRESS. 180

THE UNDERSIGNED, has executed the following document as incorporator of the above-named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

#### ARTICIS I - NAME

The name of the corporation shall be: FISHBONE FRED ENTERPRISES, INC.

#### ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

#### ARTICLE III

The principle pace of business and mailing address of this corporation shall be: 4800 N. Federal Highway, Suite 300-D, Boca Raton, Fl 33431.

#### ARTICLE IV

The general nature of this business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business;
- (2) said corporation shall further have powers:
- a. To have perpetual succession by its corporate name;
- To sue and be sued, complain and defend in its corporate name in all actions or proceedings;
- To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a faceimile thereof, to be impressed, affixed or in any other manner reproduced;

Proposed by: The Principles Law Place

AND ST. Product Bigsony
Board St. Principles Boy.

P. Barry B. Friedman, Essay.

P. Barr NO. 919 32.2.

(407) 394.8235

4800 N. Rederal Huly. #300-D

Doca Raton, FL 38451

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- d. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- e. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- f. To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute 607.141;
- g. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use employ, sell, mortgage, land, pledge or otherwise dispose of, and otherwise use and deal in and with, shares of domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state or territory, governmental district, or municipality or of any instrumentality thereof;
- h. To make contract and guarantee and incur liabilities, borrow money at such rates of interest as the corporation may determine issue it's notes, bonds, and other obligations, and secure any of it's obligations by mortgages or pledge of all or any of it's property, franchise or income:
- To lend money for it's corporate purposes, invest and reinvest it's funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;
- j. To conduct it's business, carry on it's operations, and have offices and exercise the powers granted by this act within or without the state;
- k. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;
- To make and alter bylaws, not inconsistent with it's articles of incorporation or with the laws of this state, for the administration;
- m. To male donations, for the public welfare or for charitable, scientific or educational purposes;
- n. To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

- o. To pay punsions and establish pension plans, profit sharing plans, stock bonus plans, and other incentive plans for any or all of it's directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries;
- p. To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;
- q. To have and exercise all powers necessary of convenient to effect it's purposes;
- r. To indemnify any person who, by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

#### ARTICLES V

The aggregate number of shares of stock that this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$ .01.

Unless otherwise stated in these articles, or in an amendments to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street of the initial Registered Agent of this corporation shall be Lawrence B. Friedman, Esq., 4800 N. Federal Highway, Suite 300-D, Boca Raton, FL 33431.

#### ARTICLE VII

The initial Board of Directors shall consist of a total of three (3) persons and the name and address of the persons who are to serve as initial directors are Terri E. Preiser, Fred B. Delp and Lawrence B. Friedman, Esq., 4800 N. Federal Highway, Suite 300-D, Boca Raton, FL 33431.

#### ARTICLE VIII

The name and address of the incorporator executing these Article of Incorporation is: Lawrence B. Friedman, Esq. 4800 N. Federal Highway Suite 300-D Boca Raton, FL 33431

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### ARTICLE VIII

The undersigned has executed these Articles of incorporation this 5th day of September, 1995.

MAKENCE B. PRIESOLA, ESC

# REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

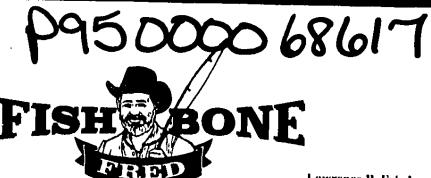
Pirst, that FISHBONE FRED ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with it's principle office, as indicated in the articles of incorporation has named LAWRENCE B. FRIEDMAN, located at Boca Raton, County of Palm Beach, State of Florida, as it's agent to accept service of process within this state.

HAVING BEEN NAMED REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER 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.

LAVRENCE B. FRIEDMAN, ESQ.

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Terri E. Preiser, M.S. President

Lawrence B. Friedman, Esq. General Counsel

500001881515

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JUNE 27, 1996

**DIVISION OF CORPORATIONS** PO Box 6327

TALLAHASSEE, FL 32314

RE: FISHBONE FRED ENTERPRISES, INC.

TO WHOM IT MAY CONCERN:

ENCLOSED PLEASE FIND OUR COMPLETED ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF FISHBONE FRED ENTERPRISES, INC.

THANK YOU FOR YOUR ASSISTANCE ON THIS MATTER. SHOULD YOU HAVE ANY COMMENTS, PLEASE CONTACT US AT THE ABOVE INDICATED NUMBER

SINCERELY

TERRI E. PREISER

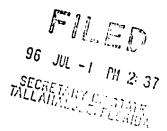
TEP/st ENC.

N HENDRICKS JUL - 8 1996

4800 N. Federal Highway • Suite 300-D • Boca Raton, Florida 33431 (407) 338-5711 • Fax (407) 394-8316

\$ 560

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



FISHBONE FRED ENTERPRISES, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The Articles shall be amended to reflect that the authorized shares of common stock of FISHBONE FRED ENTERPRISES, INC. is one-thousand (1,000), having an individual par value of \$.01.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

FO	
ro	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups.
	The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
<u> </u>	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 27 of JUNE 19 96
	Signature turnel Trust
	(By the Chairman or Vice Chairman of the Board of Directors; President or other officer if adopted by the
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	the incorporators)
	Typed or printed name
	Title

	PLEASE RE	EAD ALL INS	TRUCTIONS	S BEFORE	COMPLET	TING THIS FORM	. Urren	
FOR OLD BEINSTATEMENT			DA DEPARTMENT OF STATE Sandra B. Mortham Soci Hary of State Division of corponations		Pictor)			
DOCUMENT # P95000068617  1 Corporation Name  FISHBONE FRED ENTERPRISES, INC.					SECHEDIN OF STATE TAIL V SEE, PLONIDA			
Poscipal P	BOOK RATON,	Mailing	Address					
Il ato we addresses are incorrect in any way, line through incorrect in 2. New Princ pal Office Address. Il Applicable 3. New Mail.  Suit. Apt. #, etc. Suite, Apt. #  City & State City & State			ling Address, If Applicable 4 Da To		5. FEI Numbe	Applied For		
Zip	Country	Žip	Count		6. CERTIFICATI		Not Applicable  Additional Fee required a Certificate of Status	
7 Names a Title(s) 1 D 5/T Chair.	and Street Addresses of Each Office Name of Office and/or Directo	Str	ntions must list at lea reet Address of Each ficer and/or Director se Post Office Box N		6 City/State			
D/ÝP	TEFFREY E.S		AWMILL ( TON FL 3 OOM FIELD MI	T 3477 PR Da. 14373	BOLA RATON, W. BLOOMFIE	48533 6 MI 959951 1046-014		
8. Name and Address of Committee Registered Agent				Ri		ATENENT ddross of New Rogistore	94	
49	twaence fair 800 N. Fed bock Autor, 1	HILHHAM	SUITE	Suite, Apt. W, Etc.	HLEY E	State	a. ala (822) 9 9 9 7 1 9 9 9 2 10 Code	
10 I, being a Signature of Registered A	appointed the registered agent of the gent _ Sunly (C	REGISTERED AGE				FL   0 607.0505, F.S. Date 9/3/90	33433	
11. Doe Dep	es this corporation pa ot. of Revenue under	ıy any intangi S. 199.032, I	ble tax to the Florida Statu	e ites. Yes 🏿	【] No □	(See other side to on intangib	or information le tax.)	
certity that	by certify that the information supplication of Corporations from any lat I am an officer or director or the latement application the reason for d by the corporation have been particular.	receiver or trustee em	powered to execute	this application as pr	ovided for in cha	pter 607 or 617, F.S. I further o	from public access. I	
SIGNATU	JRE: ECR.	PHINTED NAME OF SIG	INING OFFICER OR DI	RECTOR	-16-9	6 561-45	1-8110	

Daytime Phone #