

SEP-19 1995 9/19/95
TO: DIVISION OF CORPORATIONS
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(((H95000010452)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LONG- TERM GROWTH ASSOCIATES, INC.
FAX AUDIT NUMBER: H95000010452
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
LONG-TERM GROWTH ASSOCIATES, INC.

(4)
EFFECTIVE DATE
9/19/75

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the corporation is LONG-TERM GROWTH ASSOCIATES, INC. (the "Corporation").
- SECOND:** The street address of the initial principal office and the mailing address of the Corporation is 2101 West Commercial Boulevard, Suite 1500, Fort Lauderdale, Florida 33309.
- THIRD:** The Corporation is authorized to issue 7,500 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 2101 West Commercial Boulevard, Suite 1500, Fort Lauderdale, Florida 33309 and the registered agent at that address is: Steven N. Bronson.
- FIFTH:** The name and address of the incorporator of the Corporation is: Steven N. Bronson, 2101 West Commercial Boulevard, Suite 1500, Fort Lauderdale, Florida 33309.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than two. The names and addresses of the initial directors of the Corporation are:
- | | |
|---|---|
| Steven N. Bronson
2101 W. Commercial Blvd.
Suite 1500
Ft. Lauderdale, FL 33309 | Bruce C. Barber
2101 W. Commercial Blvd.
Suite 1500
Ft. Lauderdale, FL 33309 |
|---|---|
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

Broad & Cassel
201 S. Biscayne Blvd. # 9000
Miami, FL 33131
(305) 373.9400
Scot P. O'Brien
FL Bar No. 967114

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NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on the 14th day of September, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of September, 1995.


Steven N. Bronson, Incorporator

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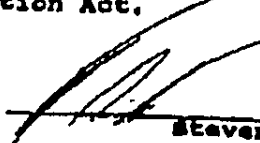
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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Steven N. Bronson

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