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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

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FLORIDA DIVISION OF CORPORATIONS  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GUNTER & BURKE CORPORATION  
FAX AUDIT NUMBER: H96000000145

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NOTES

DATE

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**ARTICLES OF INCORPORATION  
OF  
GUNTER & BURKE CORPORATION**

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The undersigned, acting as incorporator of GUNTER & BURKE CORPORATION under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is GUNTER & BURKE CORPORATION.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is 3724 Riverland Road, Ft. Lauderdale, FL 33312.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 601 S.W. 75th Terrace, Plantation, FL 33317, and the name of the corporation's initial registered agent at that address is Karen Burke.

This Instrument was Prepared By:  
Rosa M. Ancheta, Legal Assistant  
Holland & Knight  
701 Brickell Ave., Suite 3000  
Miami, Florida 33131  
(305) 374-8500

FAX AUDIT NO.: H96000000145

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director(s) are:

<u>Name</u>	<u>Address</u>
Gary Gunter	3724 Riverland Road Ft. Lauderdale, FL 33312
Thomas Burke	601 S.W. 75th Terrace Plantation, FL 33317

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator is Gary Gunter, 3724 Riverland Road, Ft. Lauderdale, FL 33312.

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that 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 X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

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The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 3rd day of January, 1996.

  
Gary Gunter  
Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That GUNTER & BURKE CORPORATION desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 3724 Riverland Road, Ft. Lauderdale, FL 33312, has named Karen Burke as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Dated this 2nd day of January, 1996.

Karen Burke  
Karen Burke  
Registered Agent

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96 JAN -4 PM 4:28  
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TALLAHASSEE, FLORIDA

MIA3-333430