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February 8, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
P. O. Box 6327  
Tallahassee, Florida 32301

RECORDED & INDEXED  
FEB 12 1996  
\*\*\*122.50 \*\*\*122.50

Re: BRUYN & ASSOCIATES, INC.

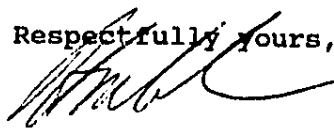
Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is a check in the amount of \$122.50 to cover the following:

|                           |                  |
|---------------------------|------------------|
| Filing Fee                | \$ 35.00         |
| Certified Copy of Charter | \$ 52.50         |
| Resident Agent Fee        | \$ 35.00         |
|                           | <u>\$ 122.50</u> |

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Respectfully yours,

  
David M. Andrews

DMA:dds  
Enclosures

Dmc  
2-16-96

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 FEB 12 AM 9:49

FILED

ARTICLES OF INCORPORATION

OF

BRUYN & ASSOCIATES, INC.

FILED

96 FEB 12 AM 9:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, DAVID B. BRUYN hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is BRUYN & ASSOCIATES, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 4080 Pine Run Circle, St. Augustine, Fl 32086 and the name of the initial registered agent of this Corporation at the registered address is: DAVID B. BRUYN.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

| <u>NAME</u>    | <u>TITLE</u>             | <u>ADDRESS</u>                                  |
|----------------|--------------------------|---|
| DAVID B. BRUYN | President/Treasurer      | 4080 Pine Run Circle<br>St. Augustine, Fl 32086 |
| JESSIE BRUYN   | Vice-President/Secretary | 4080 pine Run Circle<br>St. Augustine, Fl 32086 |

ARTICLE X

The name and post office address of the subscriber to the Articles of Incorporation are:

| <u>NAME OF SUBSCRIBER</u> | <u>ADDRESS</u>                                  |
|---------------------------|---|
| DAVID B. BRUYN            | 4080 Pine Run Circle<br>St. Augustine, Fl 32086 |

**ARTICLE XI**

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 8<sup>th</sup> day of FEBRUARY, 1996.

  
DAVID B. BRUYN

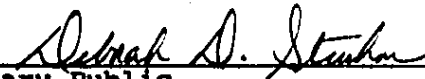
STATE OF FLORIDA

COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 8<sup>th</sup> day of February, 1996, by DAVID B. BRUYN, who is personally known to me or who produced N/A as identification, and who did/did not take an oath.



DEBORAH D. STRUHAR  
My Commission CC408254  
Expires May. 31, 1999  
Bonded by HAI  
800-422-1555

  
Notary Public

(SEAL)

Printed Name of Notary: DEBORAH D. STRUHAR  
Commission Expires:

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

FILED  
96 FEB 12 AM 9:48

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST -- THAT BRUYN & ASSOCIATES, INC. DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHNS,  
STATE OF FLORIDA, HAS NAMED DAVID B. BRUYN, LOCATED AT 4080 PINE RUN  
CIRCLE, ST. AUGUSTINE, COUNTY OF ST. JOHNS, STATE OF FLORIDA, AS ITS  
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BRUYN & ASSOCIATES, INC.

Signature:

David B. Bruyn  
(Corporate Officer)

Title:

President

Date:

February 8, 1996

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 THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

Signature:

David B. Bruyn  
Resident Agent - DAVID B. BRUYN

Date:

February 8, 1996