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DIANA A. WEINER  
Attorney at Law  
4744 Country Manor Drive  
Sarasota, Florida 34233-1800

Telephone: (414) 027-0053  
Fax: (414) 023-0252

January 25, 1996

100001700151  
-01/29/96--01040--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32314

Re: Seaforth Investment and Development International, Inc.

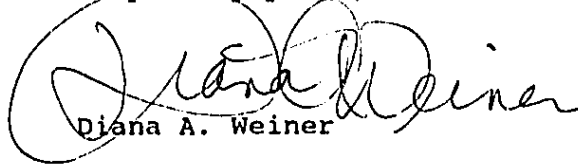
Dear Sir or Madam:

Please file the enclosed Articles of Incorporation. Also enclosed is a check in the amount of \$70.00 for the cost of incorporation.

Please send Sally Lucke, at 5033 Oxford Drive, Sarasota, Florida 34242, confirmation of incorporation served.

Thank you for your cooperation.

Very truly yours,

  
Diana A. Weiner

DAW:cb

Enclosure

6096-2386

02284

SN MAR - 1 1996

called Diana connected the corporate name

96 MAR - 1 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



**FLORIDA DEPARTMENT OF STATE**

**Sundra B. Mortham**  
Secretary of State

January 31, 1996

**DIANA A. WEINER**  
ATTORNEY AT LAW  
4744 COUNTRY MANOR DR.  
SARASOTA, FL 34233-1866

**SUBJECT: SEAFORTH INVESTMENT AND DEVELOPMENT  
INTERNATIONAL, INCORPORATED**  
Ref. Number: W96000002386

We have received your document for SEAFORTH INVESTMENT AND DEVELOPMENT INTERNATIONAL, INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) SEAFORTH INVESTMENT AND DEVELOPMENT INTERNATIONAL, INC., Document number K86034, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1990 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1297.50, therefore, there is a balance of \$1227.50 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 196A00004301

DIANA A. WEINER  
Attorney-At-Law  
4744 Country Manor Drive  
Sarasota, Florida 34233-1800

Telephone: (941) 927-0053  
Fax: (941) 923-0252

February 26, 1996

Department of State  
Division of Corporations  
Ms. Sandy Ng, Document Specialist  
P O Box 6327  
Tallahassee, Florida 32314

Re: Seaforth Investment and Development International, Inc.  
Sally Lucke and Associates, Incorporated

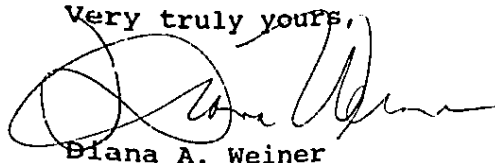
Dear Ms. Ng:

Pursuant to our phone conversation on this date, enclosed please find articles of incorporation and a certificate of designation of registered agent for **Sally Lucke and Associates, Incorporated**. Please apply the \$70.00 retained in the Seaforth Investment file to the filing fee for incorporation of Sally Lucke and Associates, Inc. and close Seaforth Investment and Development International, Inc. The principals of Seaforth wish to terminate that corporation.

Please send Sally Lucke, at 5033 Oxford Drive, Sarasota, Florida 34242, confirmation of incorporation of Sally Lucke and Associates, Incorporated.

Thank you for your cooperation.

Very truly yours,



Diana A. Weiner

DAW:cb

Enclosures

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96 MAR -1 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
SALLY LUCKE AND ASSOCIATES, INCORPORATED

Article I - Name

The name of this corporation is Sally Lucke and Associates, Incorporated.

Article II - Capital Stock

This corporation is authorized to issue 1000 shares of [\$ .01 par value] common stock.

Article III - Mailing Address (and/or Principal Office)

The mailing address and principal office of the corporation is 5033 Oxford Drive, Sarasota, Florida 34242.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5033 Oxford Drive, Sarasota, Florida 34242 and the name of the initial registered agent of this corporation at that address is Sally Lucke.

Article V - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation is Sally Lucke, 5033 Oxford Drive, Sarasota, Florida 34242.

Article VI - Incorporator

The name and address of the person signing these Articles is Sally Lucke, 5033 Oxford Drive, Sarasota, Florida 34242.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of February, 1996.

  
Sally Lucke, Incorporator

**CERTIFICATE OF DESIGNATION OF  
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.

1. The name of the corporation is: SALLY LUCKE AND ASSOCIATES, INCORPORATED.

2. The name and address of the registered agent and office is:

Sally Lucke  
(Name)  
5033 Oxford Drive  
(P.O. Box or Mail Drop Box Not Acceptable)  
Sarasota, Florida 34242  
(City/State/Zip)

FILED  
96 MAR -1 PM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as 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.

Sally Lucke  
(Signature)

Feb 26, 96  
(Date)