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KEELEY, HAYES, DUDLEY, CAPPELLER & MEEKER

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS APPORNBYS AT LAW LAKE WYMAN PLAZA, SUITE 314 2424 NORTH FEDERAL HIGHWAY BOCA RATON, FLORIDA 33431-7781

JOSEPH E KEELEY, P. A. JAMES B. HAYES, P. A. EVERETT H. DUDLEY, JR. P. A. * JOHN M. CAPPELLER, JR. P. A.

RUSLBY C. MEBKBR (1931-1995)

*Member of Florida and Massachusetts Bars

March 18, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: LEIGHTON INVESTMENTS INC.

700001749717 -03/19/96--01120--013 ****122.50 ****122.50

BOCA RATON (407) 392-4300

of counsel

DAVID B. VAN KLEECK, P. A.

BROWARD (305) 421-0222

PAX (407) 392-4409

Via Federal Express

To Whom It May Concern:

Enclosed please find the Articles of Incorporation in connection with the above referenced and a check in the amount of \$122.50 representing the filing fee.

If you have any questions, please feel free to contact our office.

Yours Truly J

James B. Hayes

enclosure

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TALLAHASSEE FI ORIGINATION

ARTICLES OF INCORPORATION OF LEIGHTON INVESTMENTS, INC.

Article 1 - Name

The name of this corporation is LEIGHTON INVESTMENTS, INC.

Article 2 - Duration

This corporation shall exist perpetually commencing on the date of the filing of these Articles of Incorporation with the Department of State.

Article 3 - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

Article 4 - Capital Stock

This corporation is authorized to issue One Thousand (1,000.00) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article 5 - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is:

PAUL LEIGHTON

C/o LEIGHTON INVESTMENTS, INC. 22352 Collington Drive

Boca Raton, Florida 33428

and the name of the initial registered agent of this corporation at that address is: PAUL LEIGHTON.

Article 6 - Principal Office and Mailing Address

The principal office of this corporation is:

22352 Collington Drive Boca Raton, Florida 33428

The mailing address of this corporation is:

22352 Collington Drive Boca Raton, Florida 33428

Article 7 - Management of Corporation by Shareholders

All corporate powers shall be exercised by or under the authority of, the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

Article 8 - Incorporator

The name and address of the persons signing these articles is:

PAUL LEIGHTON 22352 Collington Drive Boca Raton, Florida 33428

Article 9 - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article 10 - Indemnification

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

Article 11 - Amendment

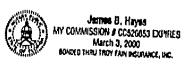
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this $\frac{18}{100}$ day of March, 1996.

PAUL LEIGHTON

STATE OF FLORIDA COUNTY OF PALM BEACH

Before me, a notary public	authorized to take acknowledgments in the state and county
set forth above, personally appeared	PAUL LEIGHTON who is personally known to me or who
	as identification, who executed and acknowledged
before me that said person executed oath.	I the foregoing articles of incorporation and who did take an
IN WITNESS WHEREOF,	I have hereunto set my hand and seal in the state and county
aforesaid this 1/2 day of Marc	ch, 1996.
My Commission Expires:	Notary Public Pulse
my Commission Expires:	\mathcal{U}



ACCEPTANCE BY REGISTERED AGENT OF LEIGHTON INVESTMENTS, INC.

Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provisions of chapter 48.091, Florida Statutes, relative to keeping open said office.

PAUL LEIGHTON

Sworn to and subscribed before me this 12^{44} day of March, 1996.

B: 01

Notary Public

My Commission Expires:



JERTHOU B. Hayes
MY COMMISSION # CC526653 EXPIRES
March 3, 2000
RONDED THRU TROY FAIN INSURANCE, INC.