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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF REVENUE

STATE OF FLORIDA

FOR EXAMINATION

TALLAHASSEE, FL 32309

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PHONE: (305) 541-3684

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WEBBER, WHITE & ASSOCIATES, INC.

FAX AUDIT NUMBER: H90000005284

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
WEBBER, WHITE & ASSOCIATES, INC.**

The undersigned subscriber, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation is: WEBBER, WHITE & ASSOCIATES, INC.

**ARTICLE II**

**CAPITAL STOCK**

The maximum shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of ONE (\$1.00) DOLLAR per share.

**ARTICLE III**

**INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

**ARTICLE IV**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

Prepared By:

JOSEPH R. COLLETTI, ESQUIRE  
3550 Biscayne Boulevard, Suite 610  
Miami, Florida 33137  
(305) 576-2600  
FLORIDA BAR NO: 216194

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#### ARTICLE V

##### INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is Joseph R. Colletti and the initial registered office, which is the same office as that of the Registered Agent, is 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137. The management may from time to time move the registered office to any other address in Florida.

#### ARTICLE VI

##### INITIAL PRINCIPAL OFFICE MAILING ADDRESS

The initial principal office mailing address of this corporation is 2809 Bird Avenue, Suite 304, Miami, Florida 33133. The management may from time to time move the principal office and/or mailing address to any other address in Florida.

#### ARTICLE VII

##### BOARD OF DIRECTORS

This corporation shall have a minimum of one director and a maximum of three directors, and the names and addresses of the initial Board of Directors, consisting of one member is:

ROBERT V. GALLIK  
2809 Bird Avenue  
Suite 304  
Miami, Florida 33133.

#### ARTICLE VIII

##### OFFICERS

The names and post office addresses of the officers of this corporation are:

ROBERT V. GALLIK  
President and Secretary  
2809 Bird Avenue, Suite 304  
Miami, Florida 33133.

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ARTICLE IX

INCORPORATOR

The name and address of the subscriber and incorporator to these Articles of Incorporation is:

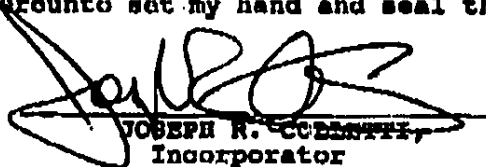
JOSEPH R. COLLETTI  
3550 Biscayne Boulevard  
Suite 610  
Miami, Florida 33137

ARTICLE X

ELECTION BY A SMALL BUSINESS CORPORATION

This corporation reserves the right to elect to qualify as a "small business corporation" under Subchapter S of the Internal Revenue Code for income tax purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of April, 1996.

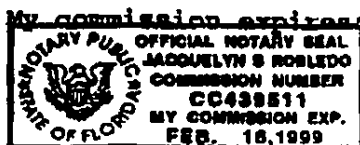
  
JOSEPH R. COLLETTI,  
Incorporator

STATE OF FLORIDA )  
COUNTY OF DADE ) SS.

I HEREBY CERTIFY that on this 11th day of April, 1996, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared Joseph R. Colletti, to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day aforesaid.

  
NOTARY PUBLIC, STATE OF FLORIDA



JOSEPH R. COLLETTI

SUITE 610, 3550 BISCAYNE BOULEVARD, MIAMI, FLORIDA 33137, (305) 576-8600

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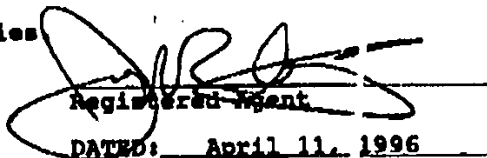
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That WEBBER, WHITE & ASSOCIATES, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 2809 Bird Avenue, Suite 304, Miami, Florida 33133, has named has named JOSEPH R. COLLETTI, of 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137, as its agent to accept service of process within Florida.

  
JOSEPH R. COLLETTI,  
Incorporator

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.

  
Registered Agent  
DATED: April 11, 1996

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